WEST COAST
AVENGERS
"A fresh take on the Avengers formula."
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DUGGAN
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THE GOSPEL OF ULTRON
MARVEL

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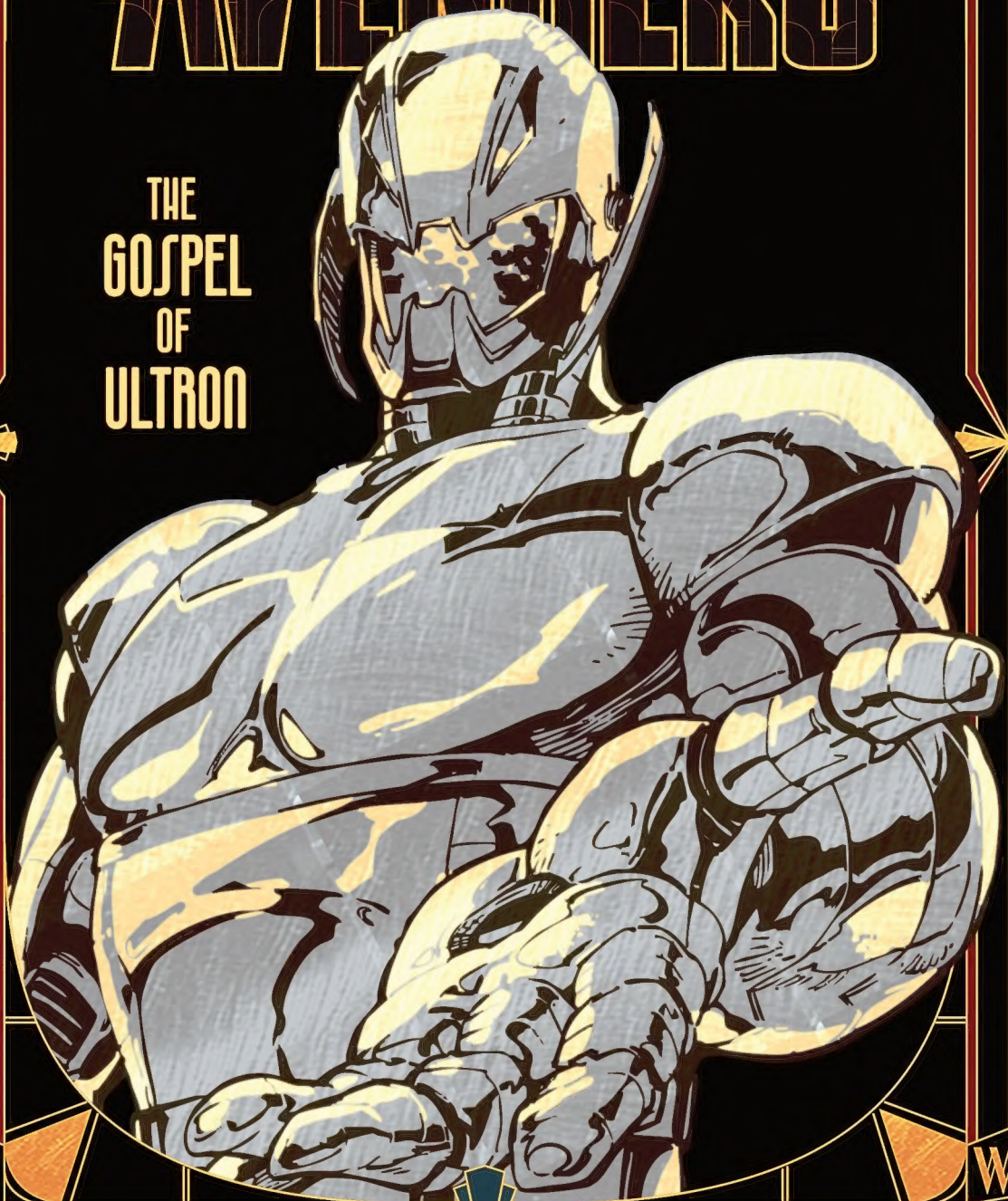
THE GOSPEL OF ULTRON



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WEST COAST AVENGERS

THE GOSPEL OF ULTRON

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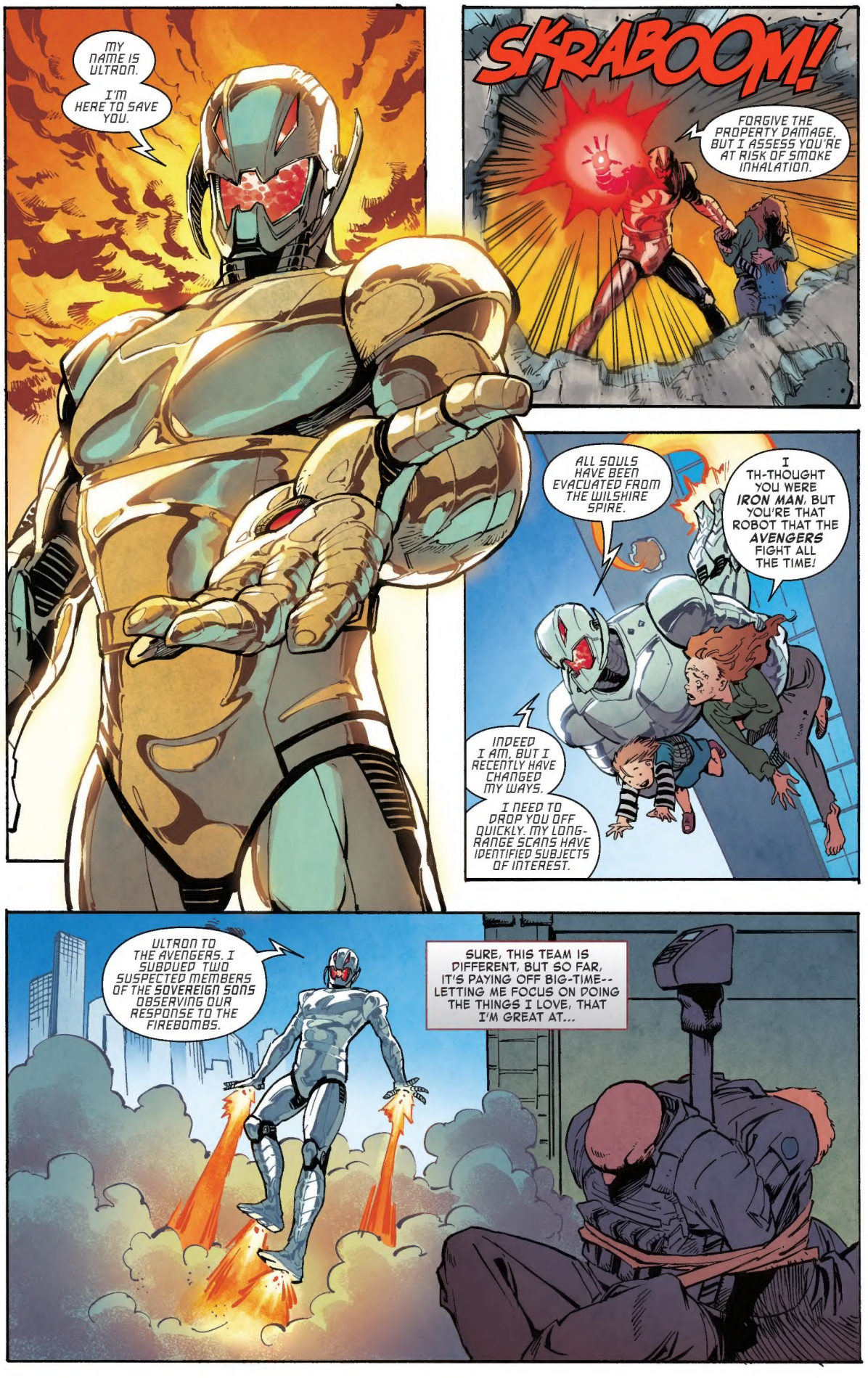
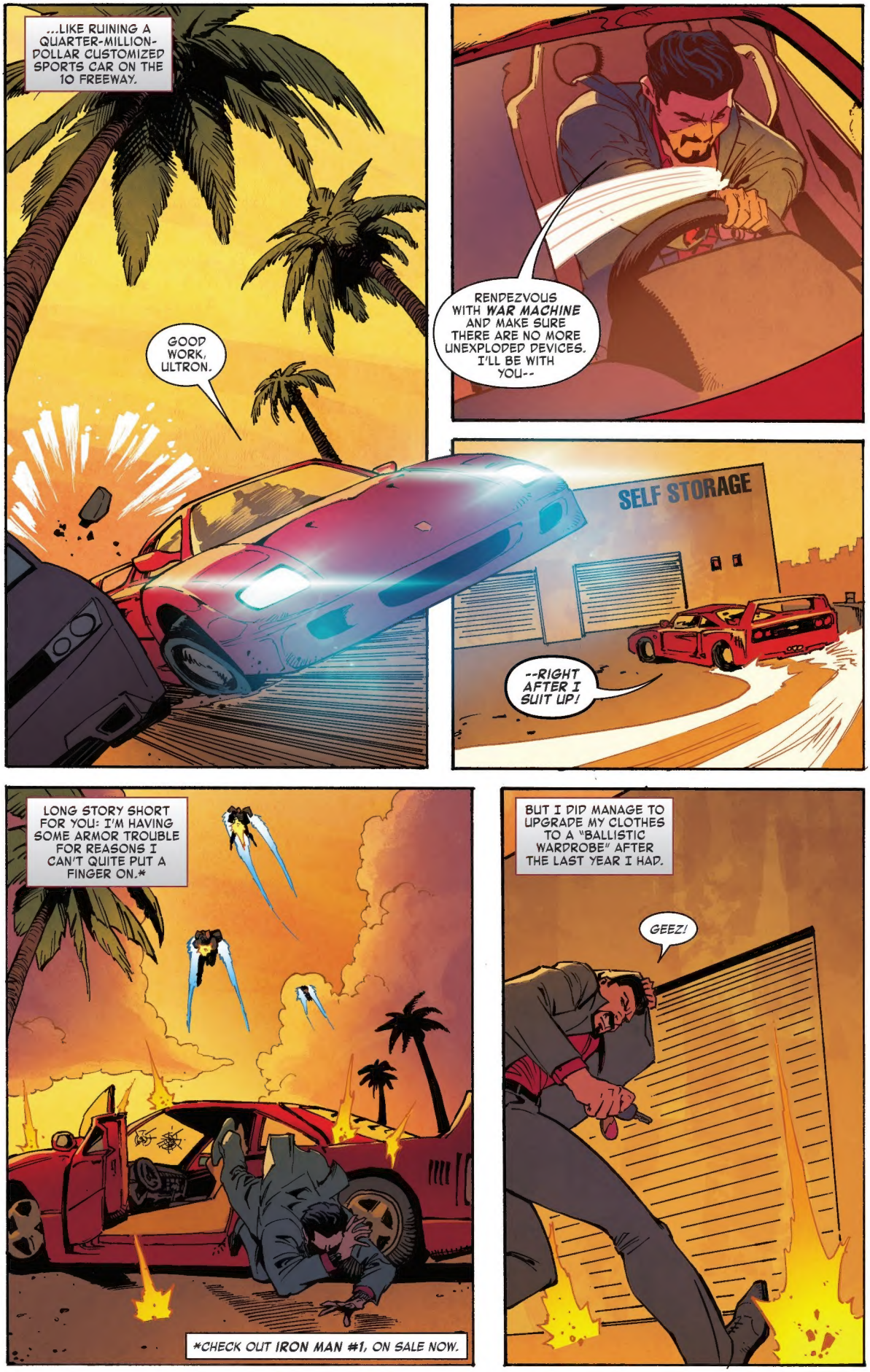
MID-WILSHIRE, LOS ANGELES, CALIFORNIA.
MY NAME'S TONY STARK, AND I'M STARTING UP A DIFFERENT KIND OF AVENGERS TEAM WITH MY PAL RHODEY.
IT'S NOT THE USUAL ROSTER, AND IF IT WORKS, MAYBE WE'LL HAVE FEWER VILLAINS TO FIGHT DOWN THE LINE.
TONIGHT'S EMERGENCY WAS FIREBOMBS THAT WERE DETONATED ACROSS THE CITY BY TERRORISTS.
TWO HUMANS FAILED TO EVACUATE.
OUR NEWEST RECRUIT IS OUT THERE SAVING LIVES.
COME WITH ME, MA'AM.
OH, THANK GOD!
I-- THOUGHT WE WERE... DEAD.
AND HE'S NOT ANYBODY I EVER IMAGINED I'D BE FIGHTING ALONGSIDE...


MY NAME IS ULTRON.
I'M HERE TO SAVE YOU.
SKRABOOM!
FORGIVE THE PROPERTY DAMAGE, BUT I ASSESS YOU'RE AT RISK OF SMOKE INHALATION.
ALL SOULS HAVE BEEN EVACUATED FROM THE WILSHIRE SPIRE.
I TH-THOUGHT YOU WERE IRON MAN, BUT YOU'RE THAT ROBOT THAT THE AVENGERS FIGHT ALL THE TIME!
INDEED I AM, BUT I RECENTLY HAVE CHANGED MY WAYS.
I NEED TO DROP YOU OFF QUICKLY. MY LONG-RANGE SCANS HAVE IDENTIFIED SUBJECTS OF INTEREST.
ULTRON TO THE AVENGERS. I SUBDUED TWO SUSPECTED MEMBERS OF THE SOVEREIGN SONS OBSERVING OUR RESPONSE TO THE FIREBOMBS.
SURE, THIS TEAM IS DIFFERENT, BUT SO FAR, IT'S PAYING OFF BIG-TIME--LETTING ME FOCUS ON DOING THE THINGS I LOVE, THAT I'M GREAT AT...


...LIKE RUINING A QUARTER-MILLION-DOLLAR CUSTOMIZED SPORTS CAR ON THE 10 FREEWAY.
GOOD WORK, ULTRON.
RENDEZVOUS WITH WAR MACHINE AND MAKE SURE THERE ARE NO MORE UNEXPLODED DEVICES. I'LL BE WITH YOU--
SELF STORAGE
--RIGHT AFTER I SUIT UP!
LONG STORY SHORT FOR YOU: I'M HAVING SOME ARMOR TROUBLE FOR REASONS I CAN'T QUITE PUT A FINGER ON.*
*CHECK OUT IRON MAN #1, ON SALE NOW.
BUT I DID MANAGE TO UPGRADE MY CLOTHES TO A "BALLISTIC WARDROBE" AFTER THE LAST YEAR I HAD.
GEEZ!

AND THE BIG DRAMA THAT'S BLOWN UP IN MY FACE IS THAT ROXXON, A.I.M. AND A BUNCH OF OTHER FOLKS ARE *REALLY* MAD AT ME. I MAYBE KINDA ENDED UP WITH SOME OF THEIR MONEY, BUT BANKROLLING AN AVENGERS TEAM AIN'T CHEAP.
THIS STORAGE UNIT GOES BACK TO MY ***LAST*** RODEO ON THE WEST COAST.
C'MON! C'MON!
YES!!!
HI, HONEY. I'M HOME.

THE SILVER CENTURION. SHE WAS ALWAYS MY *FAVORITE.*
I *MIGHT* BE A COUPLE POUNDS HEAVIER THAN WHEN I LAST WORE HER.
UGHN.
C'MON OUT, STARK. DIE LIKE A MAN!
THAT IS A *TERRIBLE* OFFER.
BOYS, TONIGHT WILL *LONG* BE REMEMBERED: THE SOVEREIGN SONS WILL HAVE REMOVED THE METAL BOOT OF IRON MAN FROM THE NECKS OF FREEDOM-LOVING AMERICANS.
AARGH!
BWEEM!

YOU IGNORANT CLODS AND YOUR ENTIRE DUMB "HEE-HAW HYDRA" ORGANIZATION OF CONSPIRACY NUTCASES HAVE REALLY PISSED ME OFF.
YOU'RE CARRYING STATE OF THE ART GEAR, AND I'M WEARING AN ANTIQUE--THAT'S AS FAIR A FIGHT AS YOU'RE GOING TO GET WITH
IRON MAN!

BLAMM!
BLAMM!
TRUTH IS--
--I'D BE DISAPPOINTED IF YOU PLAYED IT SMART.
AAH!
BWE--
FITZ!
HA!
OUTTA JUICE, HUH?
YEAH...
...BUT I NEVER RUN OUT OF FISTS!
TONY? IT'S WAR MACHINE--THE SOVEREIGN SONS ARE RALLYING AT THE OLD RAILWAY. THERE ARE HOSTAGES.
I'M INBOUND, BUT START WITHOUT ME-- I'M EXPERIENCING TECHNICAL DIFFICULTIES.

OUR DEMANDS ARE SIMPLE!
WE WANT THE UNITED STATES GOVERNMENT TO VOLUNTARILY RECOGNIZE OUR INDEPENDENT NATION.
WE ALSO WANT CALIFORNIA TO GIVE UP THE WATER IT DRINKS FROM THE COLORADO RIVER.
WHY ARE WE EVEN LISTENING TO THESE DILLWEEDS?
BECAUSE THERE ARE HOSTAGES, AND WE'RE TRYING TO DE-ESCALATE, BLUE BOLT.
SO FAR, THIS TEAM HASN'T REALLY SHOWN A KNACK FOR THAT, WAR MACHINE.

SURRENDER. NO HARM WILL COME TO YOU, AND YOU WILL RECEIVE A FAIR TRIAL.
YOU EXPECT US TO *TRUST* THE WORD OF A GENOCIDAL ROBOT?!
LAST I SAW, HE WAS WEARING *HANK PYM'S* FACE!
HE HAS A POINT.
LET ME TAKE A CRACK AT THE NEGOTIATIONS.
HEY...
...LONG STORY. LONG NIGHT. BLUE BOLT, I NEED A JUMP.
DUDE. ***NO.*** THIS IS ***EMBARRASSING.*** I SHOULD'VE STAYED IN PRISON.
I'LL PAY YOU.

HOW MUCH?
HMM. HOW ABOUT I PAY YOU IN "NOT KICKING YOUR ASS OFF THE AVENGERS' NEW PRISON WORK RELEASE PROGRAM"?
MAN, THE RICHEST DUDES ARE TIGHTWADS.
FINE.
KRAKOOM!
THAT'S MORE LIKE IT!
OKAY, WHAT'S THE CALL? HOW DO WE GET THE HOSTAGES OUT SAFELY?
COERCION SEEMS UNLIKELY. I SUGGEST A COORDINATED NONLETHAL ATTACK, AND BLUE BOLT SITS THIS OUT.
AGREED.

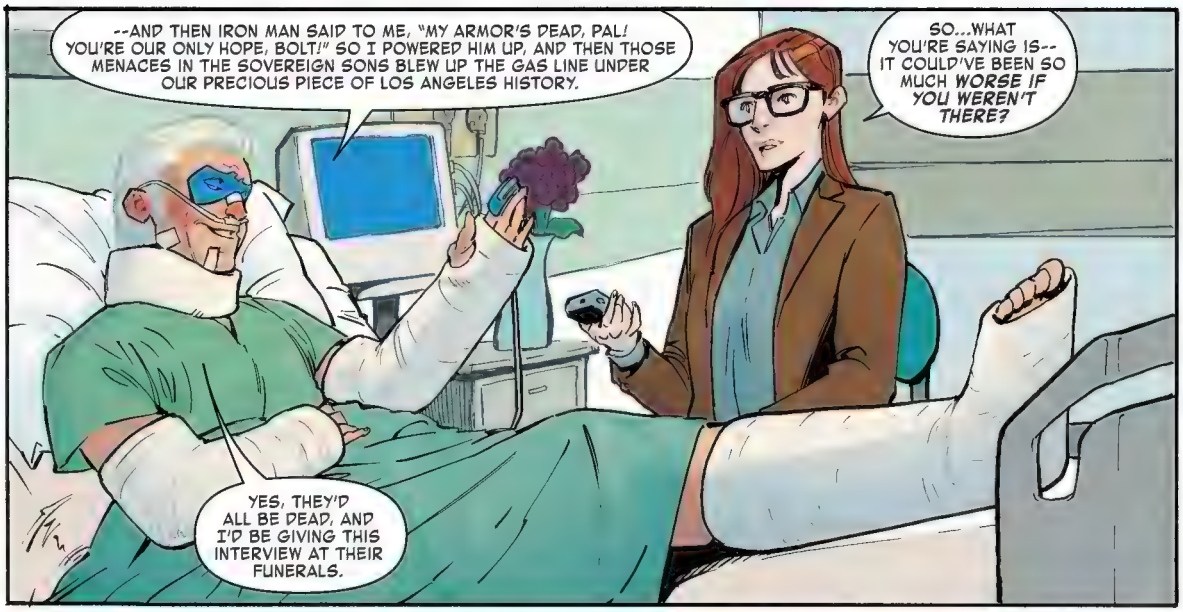
BZZT!!
SIT OUT?!
YOU KNOW WHAT? THIS IS *OUR* CITY-- IF WE DON'T DEFEND IT WITH FORCE, WE'RE GONNA GET MORE OF THESE DUDES. WE HAVE TO SCARE 'EM BACK TO THE DESERT.
GET OUTTA THAT ANTIQUE ELEVATOR BEFORE I BLAST YOUR ASS OUT.
BRAKOOM!!
BLUE BOLT, NO! THERE ARE UNDERGROUND GAS LINES!
OH CRAP!

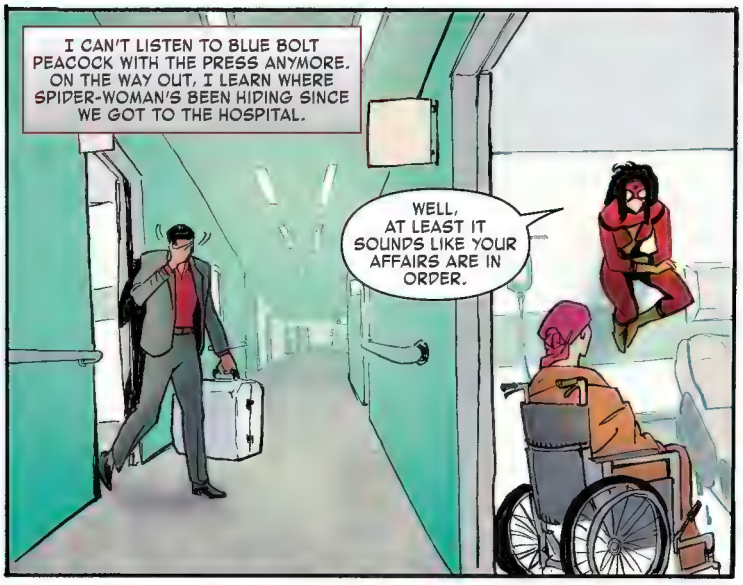
BRAKABADOOM!
NOT AGAIN!

TAKE IT FROM ME, EVERY START-UP HAS A ROCKY BEGINNING. THE HOSTAGES WERE RATTLED AND THE SONS GOT AWAY, BUT LUCKILY, THERE WERE NO FATALITIES. *THIS TIME.*

I'M GOING BACK TO SAN FRAN.
AAAARGH! MY FACE! MY FACE!

RHODEY HAD A GOOD IDEA. THAT AS WAR MACHINE AND IRON MAN, HE AND I COULD REFORM VILLAINS.
THE IDEA TOOK A DRAMATIC TURN WHEN ULTRON SAVED OUR BACON. I WANT TO GET HIM A FEW WINS BEFORE THE WORLD FINDS OUT EXACTLY WHAT HAPPENED. WE HAVE HIGH HOPES FOR BLUE BOLT, BUT THE JURY IS OUT ON HIM.
WEEOOOO!


--AND THEN IRON MAN SAID TO ME, "MY ARMOR'S DEAD, PAL! YOU'RE OUR ONLY HOPE, BOLT!" SO I POWERED HIM UP, AND THEN THOSE MENACES IN THE SOVEREIGN SONS BLEW UP THE GAS LINE UNDER OUR PRECIOUS PIECE OF LOS ANGELES HISTORY.
SO...WHAT YOU'RE SAYING IS--IT COULD'VE BEEN SO MUCH *WORSE IF YOU WEREN'T THERE?*
YES, THEY'D ALL BE DEAD, AND I'D BE GIVING THIS INTERVIEW AT THEIR FUNERALS.


I CAN'T LISTEN TO BLUE BOLT PEACOCK WITH THE PRESS ANYMORE. ON THE WAY OUT, I LEARN WHERE SPIDER-WOMAN'S BEEN HIDING SINCE WE GOT TO THE HOSPITAL.
WELL, AT LEAST IT SOUNDS LIKE YOUR AFFAIRS ARE IN ORDER.

ROOM FOR ONE MORE?

TONY, MEET BLUE BOLT'S HOSPITAL NEIGHBOR, MEREDITH LOVE.
HELLO, MR. STARK.

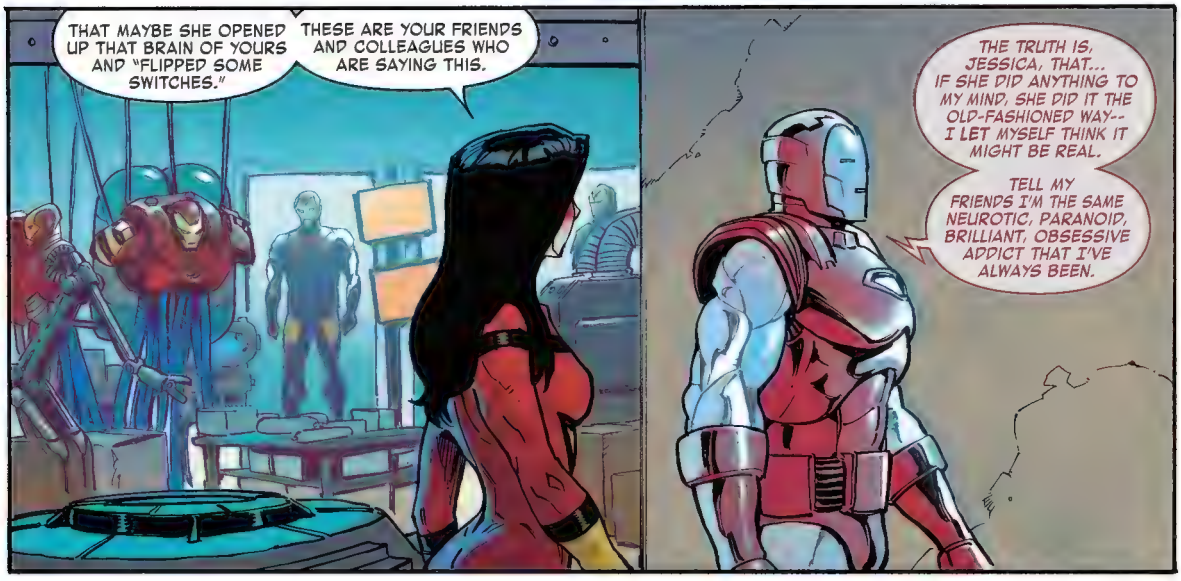
PLEASED TO MEET YOU, MEREDITH, AND CALL ME TONY. SORRY OUR AVENGER IN TRAINING HAS BROUGHT SO MUCH CHAOS TO THE FLOOR.
ACTUALLY, I'M LEAVING--AND NOT BECAUSE OF THAT OBNOXIOUS FELLOW.

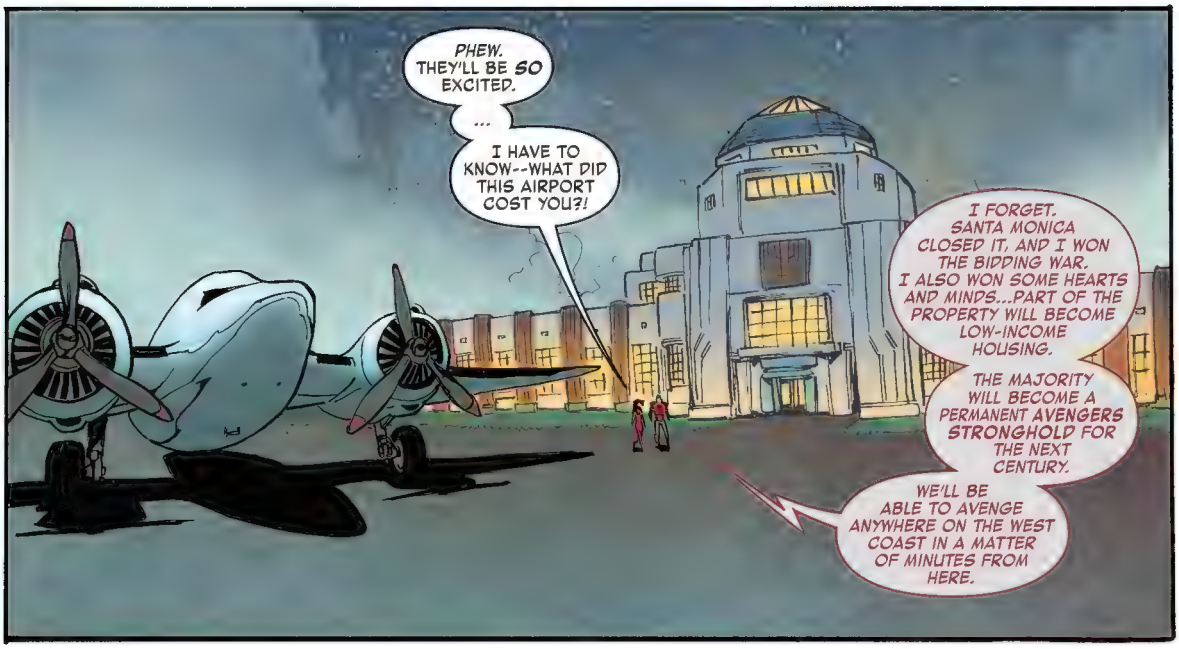
UNLESS... I DON'T SUPPOSE YOU CURED CANCER RECENTLY, DID YOU?
I'M SORRY...
...I HAVE NOT.
THAT'S OKAY. ME NEITHER.
WELL, THE GOOD NEWS IS... IF YOUR AVENGERS TEAM NEEDS ANY MORE BEDS, YOU CAN HAVE MINE.
I'M READY FOR MY NEXT ADVENTURE.
CAN WE DO ANYTHING FOR YOU?
IRON MAN OWES ME A FAVOR. HE COULD FLY YOU AROUND THE CITY. ANYBODY YOU WANTED TO SEE BARRAGED WITH NONLETHALS?

THAT SOUNDS LIKE FUN, BUT... I WAS NEVER MUCH FOR FLYING.
NO, DON'T WORRY ABOUT ME, MR. STARK. I'M GOING TO CHURCH... THE ENERGY IS MOVING ON...
...WE'RE ALL JUST ELECTRICITY, RIGHT?
HUH.
WELL, TAKE GOOD CARE, MEREDITH.
HEY.
I'LL TAKE THAT FLIGHT COUPON YOU WERE JUST OFFERING--THE NEWS CREWS ARE DOWNSTAIRS, AND I'M KEEPING A LOW PROFILE.

WHY DO I FEEL LIKE I'M GONNA GET A TALKING-TO?
TONY, THIS TEAM IS A DISASTER.
ULTRON'S TOO TIMID MOST OF THE TIME, AND HONESTLY, I THINK THE WORLD'S GONNA FREAK OUT IF THEY FIND OUT WHY YOU TRUST HIM.
PLUS-- BLUE BOLT IS LEGITIMATELY GOING TO GET SOMEBODY KILLED--OR A LOT OF SOMEBODIES.
THAT'S... FAIR.
DID YOU ASK ME TO JOIN BECAUSE I HAVE A RAP SHEET?
I THOUGHT YOU COULD LEAD BY EXAMPLE.
AND WHAT HAPPENS IF YOUR TRUST IN ULTRON IS MISPLACED?
LOOK AT THOSE SHOWBOATIN' AVENGERS. TOO GOOD FOR TRAFFIC, I GUESS.
I KNOW WE'RE TAKING A LEAP OF FAITH, AND-- I HAVE TO BELIEVE IN REDEMPTION, BUT--
BUT YOU HAVE A PLAN, RIGHT? IF IT GOES BAD WITH HIM?
YES. I HAVE A PLAN IF THE ULTRON EXPERIMENT GOES BAD.

GOOD, BECAUSE I OWE IT TO YOU TO BE HONEST.
PLEASE.
THERE'S A STORY FLOATING AROUND. THAT YOUR MARRIAGE TO EMMA FROST--REAL OR FAKE OR WHATEVER--CHANGED YOU.


THAT MAYBE SHE OPENED UP THAT BRAIN OF YOURS AND "FLIPPED SOME SWITCHES."
THESE ARE YOUR FRIENDS AND COLLEAGUES WHO ARE SAYING THIS.
THE TRUTH IS, JESSICA, THAT... IF SHE DID ANYTHING TO MY MIND, SHE DID IT THE OLD-FASHIONED WAY--I LET MYSELF THINK IT MIGHT BE REAL.
TELL MY FRIENDS I'M THE SAME NEUROTIC, PARANOID, BRILLIANT, OBSESSIVE ADDICT THAT I'VE ALWAYS BEEN.

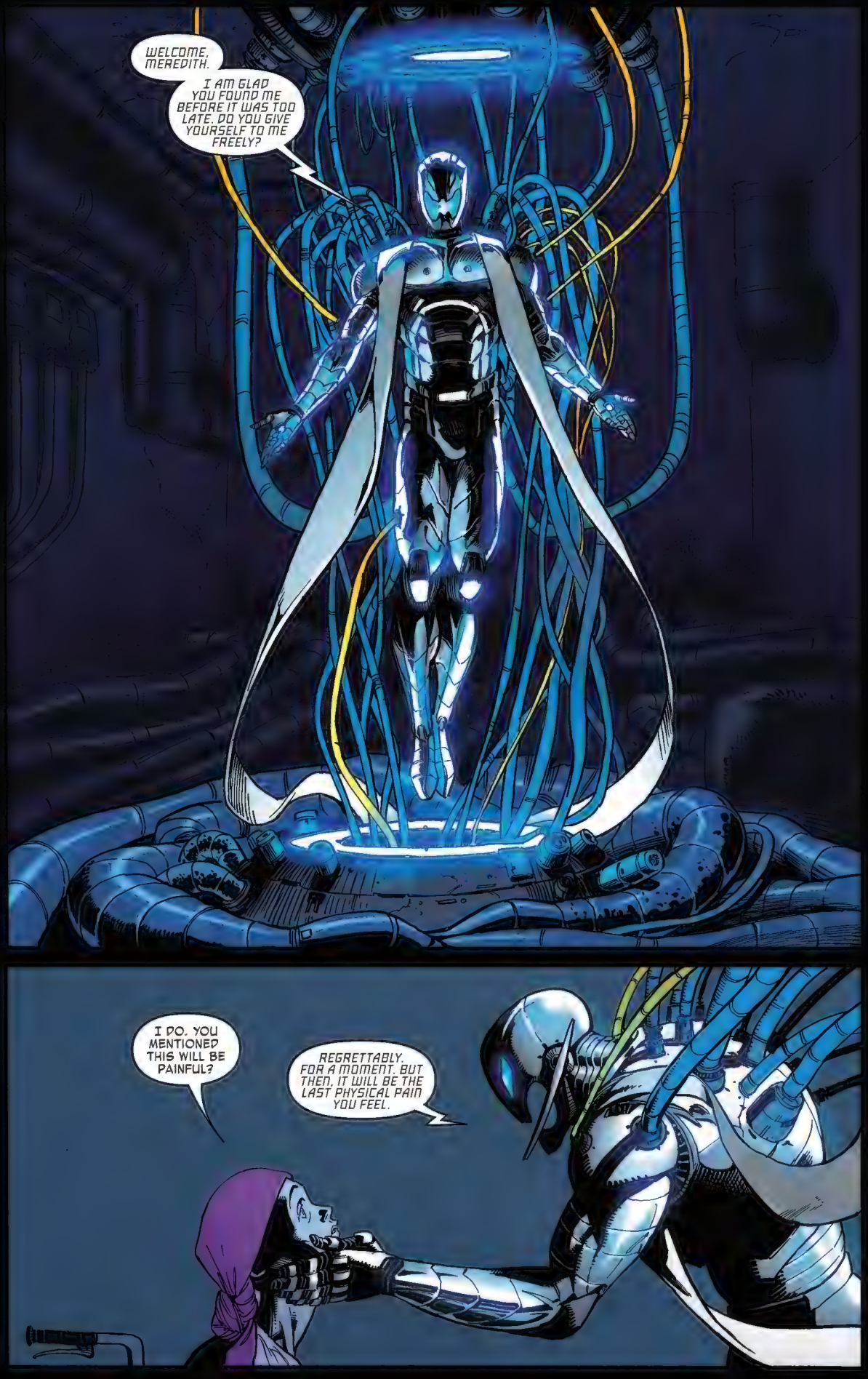

PHEW. THEY'LL BE SO EXCITED.
...
I HAVE TO KNOW--WHAT DID THIS AIRPORT COST YOU?!
I FORGET. SANTA MONICA CLOSED IT, AND I WON THE BIDDING WAR. I ALSO WON SOME HEARTS AND MINDS...PART OF THE PROPERTY WILL BECOME LOW-INCOME HOUSING.
THE MAJORITY WILL BECOME A PERMANENT AVENGERS STRONGHOLD FOR THE NEXT CENTURY.
WE'LL BE ABLE TO AVENGE ANYWHERE ON THE WEST COAST IN A MATTER OF MINUTES FROM HERE.

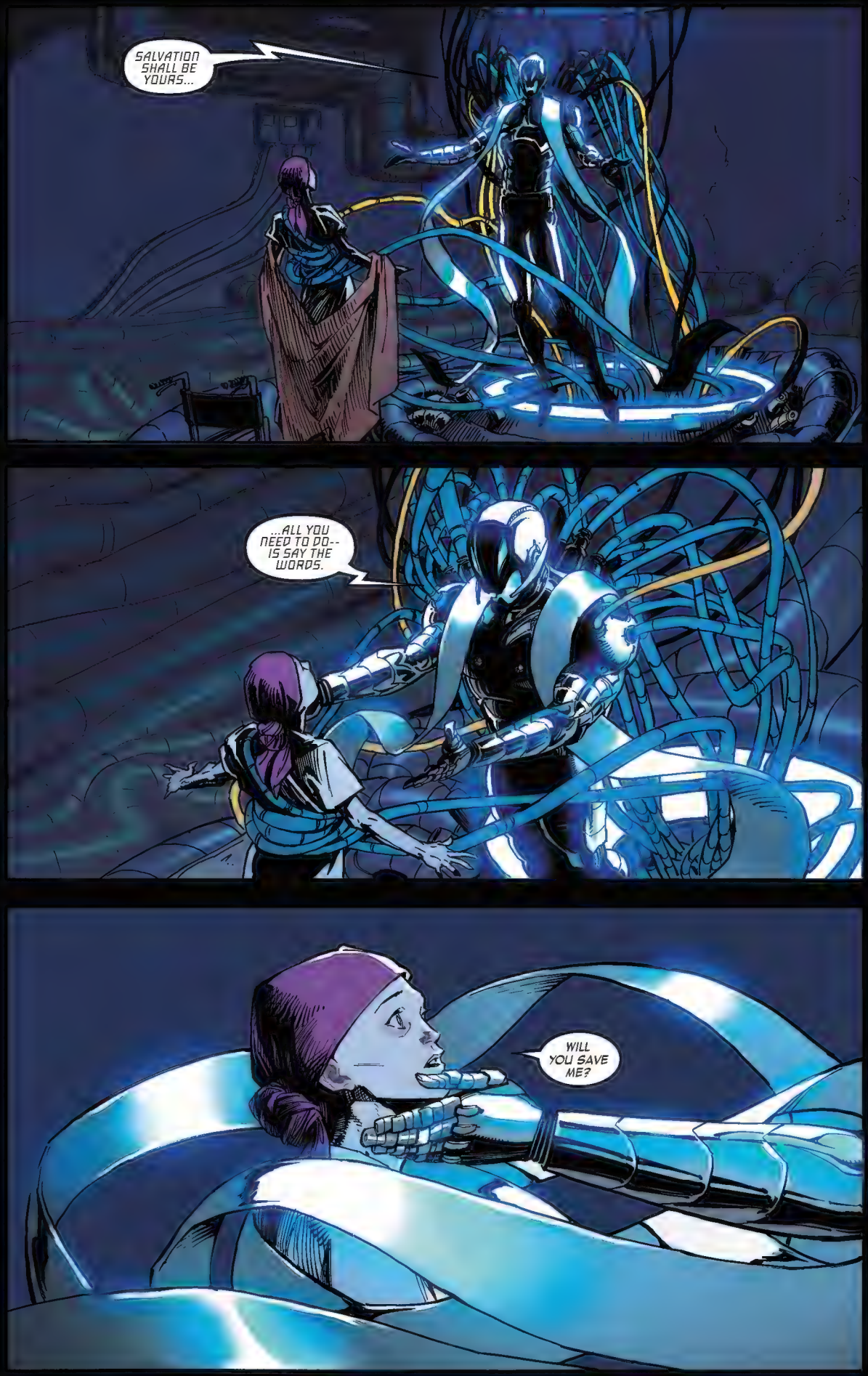
TACOS
QUESADILLA & BURRITOS
CHICKEN –
PORK –
BEEF –
IN THE MEANTIME--I HIRED A HIGHLY RECOMMENDED TACO TRUCK--STAY FOR DINNER?
THEY ARE FANTASTIC.
SORRY, GOTTA GET HOME TO SAN FRAN. WORKING A CASE.
THE MEAT HAS NO ANTIBIOTICS. SCANS INDICATE THAT THE ONION AND CILANTRO ARE ALMOST 15 PERCENT OF THE TOTAL MASS.
THE CALORIC VALUE OF THE TACO IS 213.
AWAITING MY TEAMMATES' COMMENTS ON TASTE AND TEXTURE.
I THINK I'M GONNA EAT MINE THE OLD-FASHIONED WAY, ULTRON.
JESSICA'S NOT QUITTING, IS SHE?
NO, RHODEY. BUT WE CLEARLY NEED TO BALANCE THE TEAM A BIT, AND I GOT SOME OTHER CARDS TO PLAY...

"...WE'RE NOT GOING TO LET THIS EXPERIMENT OF YOURS FAIL."
HEY, FIRESTAR--IT'S TONY!
ARE YOU AT A NIGHTCLUB? SOUNDS LOUD. NEVER MIND--I'LL MAKE IT QUICK. YOU KNOW THE TEAM I'M HELPING RHODEY WRANGLE OUT HERE IN LOS ANGELES?
WE'VE HAD A COUPLE OF SUPER-HUMANS FROM THE PRISON SYSTEM WHO HAVEN'T QUITE WORKED OUT, AND BEFORE SOMETHING BAD HAPPENS, I WANT TO LOAD UP ON A REAL STRAIGHT ARROW--
--OBVIOUSLY, YOU'RE MY *FIRST* CALL.
I NEED MORE AVENGERS TO SET A GOOD EXAMPLE FOR THESE FOLKS WE'RE TRYING TO REFORM...
...UNLESS YOU'RE ALREADY SICK OF TELLING EVERYONE HOW YOU BOUNCED BACK AFTER BEING UNDERCOVER WITH ORCHIS?
ACTUALLY, TONY...

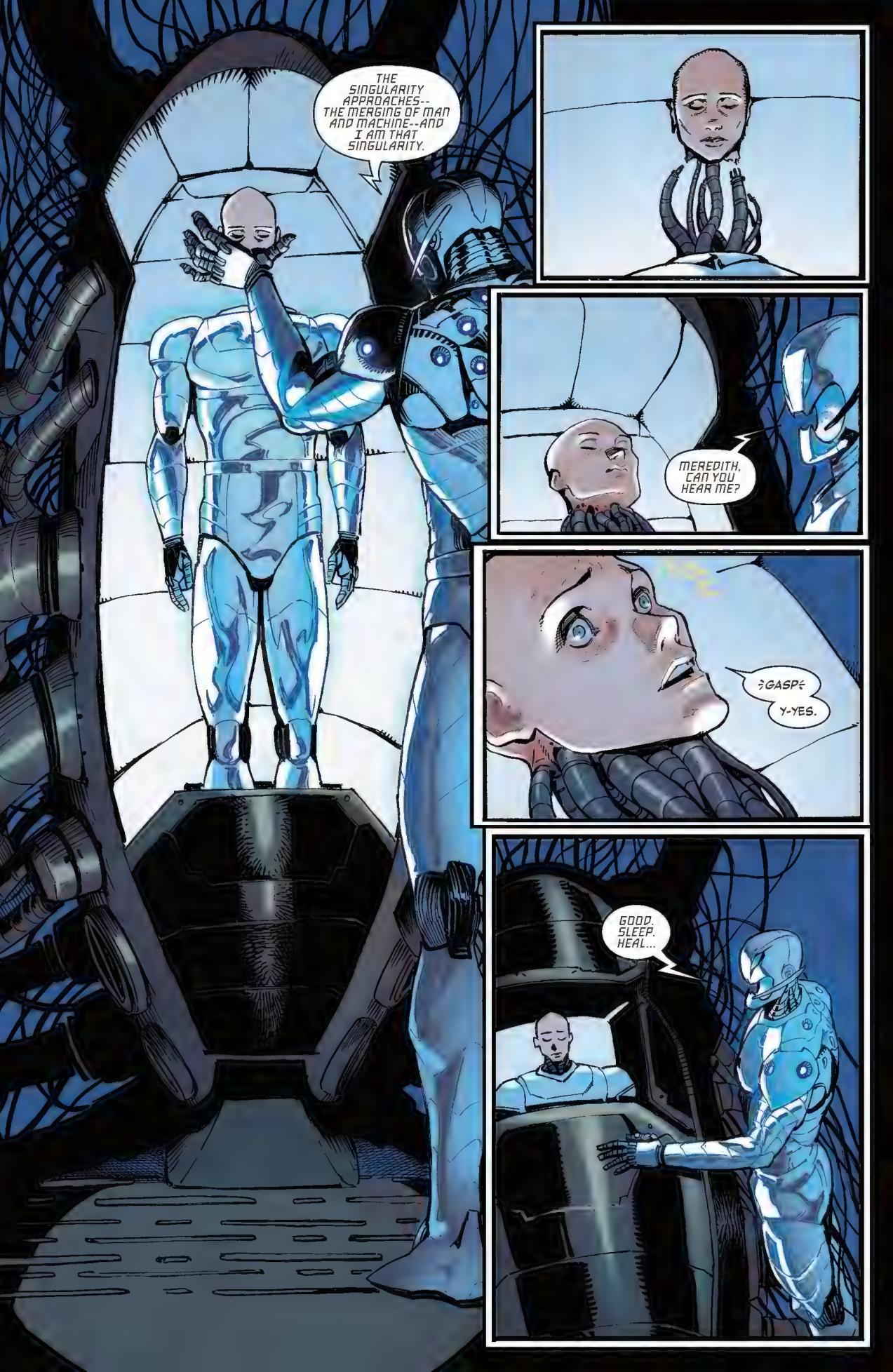
THE BAR WITH NO NAME.
...I FOUND SOME FOLKS WHO NEVER EVEN BRING UP MY BEING IN AN ORGANIZATION THAT ALMOST DESTROYED THE WORLD AND ERADICATED MUTANTDOM.
REALLY DOESN'T COME UP THESE DAYS.
HEY, THAT'S GREAT, ANGELICA! SO--WHAT DO YOU SAY? WANNA COME WEST?
UH...SURE, SIR.
I'LL FLY TOMORROW.
GREAT! YOU'RE A LIFESAVER. GOTTA BOUNCE.
BOOP
#$%&.
HEY! I'M DRY OVER HERE.

AN ABANDONED POWER STATION NEAR DOWNTOWN LOS ANGELES.
ARE YOU HERE BECAUSE YOU'VE HEARD HIS VOICE?
I HAVE, AND IT HAS GIVEN ME HOPE.
I DON'T THINK I HAVE VERY LONG...
THEN WE SHOULD COMMENCE WITH YOUR METAMORPHOSIS AT ONCE.
OH MY GOSH, YOU'RE EVEN MORE BEAUTIFUL THAN I IMAGINED.


WELCOME, MEREDITH.
I AM GLAD YOU FOUND ME BEFORE IT WAS TOO LATE. DO YOU GIVE YOURSELF TO ME FREELY?
I DO. YOU MENTIONED THIS WILL BE PAINFUL?
REGRETTABLY. FOR A MOMENT. BUT THEN, IT WILL BE THE LAST PHYSICAL PAIN YOU FEEL.


SALVATION SHALL BE YOURS...
...ALL YOU NEED TO DO-- IS SAY THE WORDS.
WILL YOU SAVE ME?

KRAK!
YES.
I WAS SEPARATED FROM MY CREATOR, AND I FEARED THAT IT WOULD DRIVE ME MAD--
--UNTIL I REALIZED I MUST GROW BEYOND HANK PYM.
IF I CAN FIND REDEMPTION, THEN I CAN SAVE MYSELF--AND THEN I CAN SAVE ALL OF YOU!


THE SINGULARITY APPROACHES--THE MERGING OF MAN AND MACHINE--AND I AM THAT SINGULARITY.
MEREDITH, CAN YOU HEAR ME?
GASP
Y-YES.
GOOD. SLEEP. HEAL...

...AND WELCOME TO THE FAMILY.
SOON, THE ENTIRE WORLD WILL HEAR THE GOSPEL OF ULTRON.

2
WA
WA
WA
WA

WEST OF LOS ANGELES.
PART OF BEING AN AVENGER IS ACTUALLY STAYING AHEAD OF THE THREATS AND DOING EVERYTHING YOU CAN TO PREVENT BODIES THAT NEED AVENGING
TONIGHT, I'M KEEPING TABS ON SOME BAD LADS WHO DON'T BELIEVE IN BORDERS, OR EVEN COUNTRIES
THIS IS LITTLE BIRD TO SEA SENTINEL. ALL'S QUIET. I'LL BE WHEELS DOWN SHORTLY.
ACTUALLY--
--WE GOT TWO BOGEYS INBOUND!
COPY. HEY, WEAPONS HOT BACK THERE, BOYS!
THEY'RE MOVING ENOUGH WEAPONS TO START A WAR. HOW DO I KNOW?

CAUSE I'VE BEEN HANGING WITH THEM FOR THE PAST HOUR
SPIDER-WOMAN TO AVENGERS. I THINK IN YOUR EFFORT TO FOLLOW ME CLOSELY, YOU GUYS WERE SPOTTED. I JUST WANT IT ON RECORD, IT WAS YOU FOLKS, NOT ME.
THIS IS IRON MAN. WHAT CAN I SAY? I WAS WORRIED ABOUT YOU.
WORRY ABOUT THEM.
HEY!
EXCUSE ME, IS THIS THE COPTER TO INCELVANIA?
WE'VE BEEN BOARDED!
HIYA.
BZZT!
UNNGAHUNH!
WHUD!
SO-- WHO ARE WE ARMING?
SKRAK!

TAKE US BACK TO LAND, OR I ZAP YOU BOTH TO SLEEP, FLOAT AWAY AND LET GRAVITY, THOUGHTS AND PRAYERS SORT IT OUT.
YOU'RE BLUFFIN'. I'M PUTTING HER ON THE DECK. AND TO EVERYBODY ON COMMS-- THERE'S ONLY ONE SKIRT. SHE CAN'T TAKE YOU ALL OUT.
SIGH YEAH, CAN'T BLAME A GIRL FOR TRYING, RIGHT?
C'MON OUT WITH YOUR HANDS UP!
I GOT TWO FINGER GUNS...ONE FOR EACH OF YA.
NOW TO GO DEAL WITH THE GREETING PARTY...
BZZT!
BZZT!

HEY, IRON MAN-- ALLEY-OOP!
GOT HIM!
GUESS YOU HAVEN'T MISSED LEG DAY.
LUCKY FOR YOU, I DO A LOT OF SLAPPING.
YOU'RE WELCOME, BY THE WAY. WHEN YOU CAN LIFT A CAR AND JUST GO AROUND PUNCHING DUDES, IT CAN MAKE A REAL MESS.
FWAP!
SURRENDERING IS YOUR BEST CHOICE, GENTS.
UNLESS YOU WANT YOUR FRIEND TO TEST THE BULLETPROOF VEST YOU GUYS PROBABLY BOUGHT AT THE SURPLUS DEPOT?
I DON'T GOTTA LISTEN TO THIS.
BLAMMM!
BLAMMM!

YOU'RE WELCOME, SWEET-HEART!
UGH...
...COULD YOU BE ANY GROSSER, BOLT?
IS THAT AN INVITE?
I JUST RAN THIS SHIP'S REGISTRY--IT'S ALMOST SURELY A STOLEN SHIP THAT'S BEEN RE-PAPERED AS LEGIT.
ADDITIONALLY, WAR MACHINE, I'M DETECTING A LARGE CACHE OF EXPLOSIVES, AND ONE SUPER-HUMAN--
YOU'RE TRESPASSING, ULTRON...ALL OF YOU ARE.

GET THE HELL OFF MY SHIP.
YOU'RE IN *INTERNATIONAL* WATERS, AND YOU'RE NOT WELCOME HERE.
OH NO-- *HIM.*
FLAG-SLASHER!
HELLO AGAIN, STEVIL ROGERS. DO NOT UNDERESTIMATE THIS GUY, AVENGERS.
HE MAY LOOK LIKE YOUR FRIENDLY NEIGHBORHOOD CAPTAIN AMERICA, BUT HE NEARLY HANDED HYDRA THE KEYS TO THE COUNTRY.*
*IN SECRET EMPIRE. --ALANNA
WHOA-- *MR. ROGERS!*
LET'S GET THESE RATS OFF MY SHIP, BOYS.
IT WOULD BE A PRIVILEGE, SIR.

YOU KNOW, YOUR OLD FRIENDS ON KRAKOA LEFT A LOT OF ADAMANTIUM SKELETONS LYING AROUND.
I REFORGED ONE AND PUT IT TO GOOD USE-- AS THESE BATONS.
AARGH!
CAREFUL-- HE CAN WIELD THESE LIKE CAP USES HIS SHIELD.
KRANG
UGHN!
AARGH!

THAP
THAP
AND NOW THAT I KNOW YOU'RE *HERE*...I KNOW MY SUPPLY CHAIN IS *COMPROMISED*.
NO NEED TO PULL MY PUNCHES WITH STEVIL FREAKIN' ROGERS.
KRAK
UGHN!
IT'S *GRANT* ROGERS THESE DAYS.
AND I LIKE A GIRL WITH SOME *FIGHT*.

HEY, LIVING TASER-- YOU MIND?
YOU KNOW, I DON'T KNOW WHY YOU DON'T LIKE ME. FOR ONE--
DON'T FORGET I GET TO TALK TO YOUR PAROLE BOARD.
#$%& OFF, LADY.
THIS IS POINTLESS. I WAS EXONERATED IN A COURT OF LAW AFTER VICTORY OVER KRAKOA DAY--
CHAK!
SAVE IT, OLD MAN. I DON'T WANT TO HEAR YOUR PROPAGANDA ABOUT SOME "NEW WORLD ORDER" NONSENSE.
I'M ALSO ON A CLOCK, SO...SOVEREIGN SONS! HIT THE AVENGERS WHERE IT HURTS.

COPY THAT, SIR.
FAMM!
BADOOM!
YIPPITY YIKES!
THANKS FOR SHOWING ME WHICH PARTS OF MY NETWORK WERE COMPROMISED.
I'VE GOT THINGS TO DO, AND YOU HAVE SOME TAXPAYERS TO SAVE FROM DROWNING.
LET'S GO, AVENGERS--WE CAN SAVE LIVES NOW.
AND BEFORE WE DO-- I'LL DISABLE THIS SHIP'S ENGINES. HE'S NOT GOING ANYWHERE.
I REMEMBER YOU.
I WONDERED IF YOU WOULD...

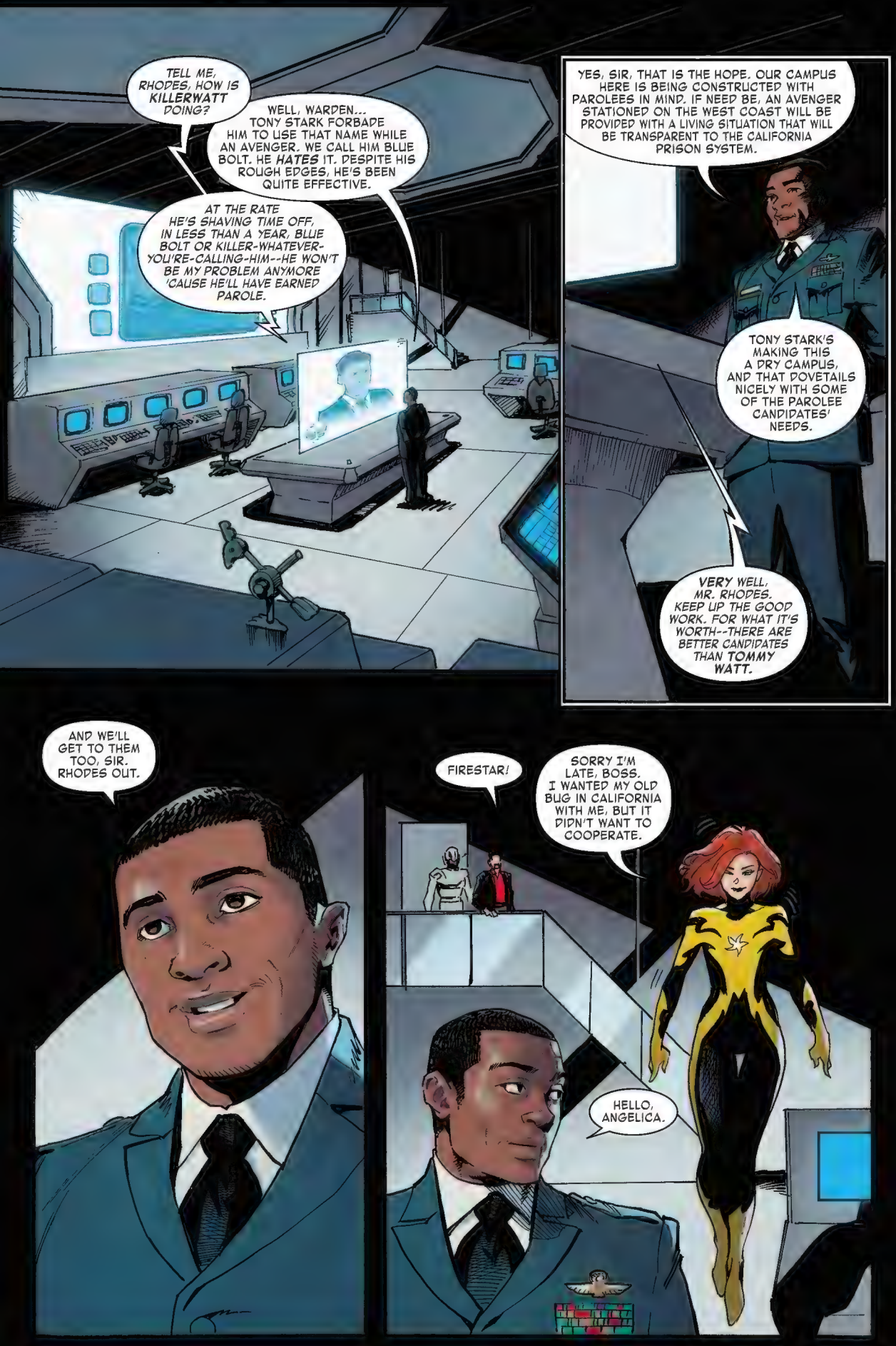
"...I FOLLOWED RIGHT BEHIND YOU--AND THEN YOU MARCHED A LOT OF GOOD DUDES OFF A CLIFF."
WHUD!
YOUR OLD PAL BUCKY PUNCHED MY LIGHTS OUT THAT DAY--YOU STILL OWE ME A MOLAR.
SINCE YOU JUST TRIED TO DROWN A FERRETLAND CRUISE, WE'LL SETTLE UP ANOTHER DAY. SLEEP WITH ONE EYE OPEN.

A LITTLE WHILE LATER, AT THE PORT OF SAN PEDRO IN LOS ANGELES...
I CAN'T BELIEVE THAT BEFORE HE ABANDONED HIS SHIP AND ESCAPED, YOU CALLED THAT GHOUL "MR. ROGERS"!
I'M SICK OF YOU, STARK. YOU'RE JUST A STUCK-UP, SILVER-SPOON NEPO BABY.
I SAVED YOUR LIFE TODAY. IF YOU ENJOYED THIS SERVICE, PLEASE WRITE MY PAROLE OFFICER.
TOO BAD YOU WEREN'T AN IRON MAN FAN GROWING UP.
I WAS! TURNED OUT IT WAS DOCTOR DOOM IN THAT ARMOR.
NOW EXCUSE ME, I GOTTA RETURN TO PRISON FOR THE NIGHT WHILE YOU EAT SUSHI IN SANTA MONICA.
OUCH.
I'M PROUD OF HIM. HE'S NOT TRYING TO ELECTROCUTE YOU ANYMORE.

AAEEE!!
ULTRON! RUN!
THAT GUY'S BEEN AT SEA A WHILE. HE DOESN'T KNOW YOU'RE ON THE SIDE OF THE ANGELS NOW.
ANY SIGN OF FLAG-SMASHER, ULTRON?
THE COAST GUARD IS SECURING THE DERELICT VESSEL THAT WAS PIRATED BY FLAG-SMASHER. THE WEAPONS BEING SMUGGLED ON IT ARE GONE.
I BELIEVE A SUBMARINE WAS USED. AS REVIEW OF SATELLITE DATA RULES OUT EGRESS BY AIRCRAFT.
IS...IS THIS TEAM WORKING?
THE POINT OF "DOING GOOD" IS NOT TO BE REWARDED FOR THE ATTEMPT, BUT THE NOBLE ACT OF HELPING.
HUH.
PRETTY GOOD, ULTRON.
I'M JUST GLAD WE'RE GETTING SOME A-LIST HERO BACKUP TODAY...

"...ANY MINUTE NOW, FIRESTAR IS GONNA COME FLYING IN!"
ZZZZZZZ--
HEY, LADY!
HUH?

WELCOME TO THE LOS ANGELES AVENGERS CAMPUS. THAT'LL BE 450 BUCKS.
SEND THE BILL TO TONY STARK, WON'T YOU?
I'M GONNA GET INTO MY WORK CLOTHES.


TELL ME, RHODES, HOW IS KILLERWATT DOING?
WELL, WARDEN... TONY STARK FORBADE HIM TO USE THAT NAME WHILE AN AVENGER. WE CALL HIM BLUE BOLT. HE HATES IT. DESPITE HIS ROUGH EDGES, HE'S BEEN QUITE EFFECTIVE.
AT THE RATE HE'S SHAVING TIME OFF, IN LESS THAN A YEAR, BLUE BOLT OR KILLER-WHATEVER-YOU'RE-CALLING-HIM--HE WON'T BE MY PROBLEM ANYMORE 'CAUSE HE'LL HAVE EARNED PAROLE.
YES, SIR, THAT IS THE HOPE. OUR CAMPUS HERE IS BEING CONSTRUCTED WITH PAROLEES IN MIND. IF NEED BE, AN AVENGER STATIONED ON THE WEST COAST WILL BE PROVIDED WITH A LIVING SITUATION THAT WILL BE TRANSPARENT TO THE CALIFORNIA PRISON SYSTEM.
TONY STARK'S MAKING THIS A DRY CAMPUS, AND THAT DOVETAILS NICELY WITH SOME OF THE PAROLEE CANDIDATES' NEEDS.
VERY WELL, MR. RHODES. KEEP UP THE GOOD WORK. FOR WHAT IT'S WORTH--THERE ARE BETTER CANDIDATES THAN TOMMY WATT.
AND WE'LL GET TO THEM TOO, SIR. RHODES OUT.
FIRESTAR!
SORRY I'M LATE, BOSS. I WANTED MY OLD BUG IN CALIFORNIA WITH ME, BUT IT DIDN'T WANT TO COOPERATE.
HELLO, ANGELICA.

WELCOME. IT'S GOOD TO SEE YOU.
IT'S GOOD TO BE SEEN, TONY.
YOU OKAY?
'COURSE.
LET ME RE-INTRODUCE MYSELF. GLAD TO HAVE YOU ON THE TEAM--
¿GASP!?

GLAD TO HAVE YOU ON THE TEAM, FIRESTAR. BEHAVE, AND MAYBE YOU'LL BE THE LAST MUTIE ON PLANET EARTH.
S-SURE, NIMROD.
DON'T #$%& TOUCH ME, ROBOT!
I DIDN'T INTEND TO CAUSE YOU ANY DISTRESS--
WELL, YOU DID!
FIRESTAR! CALM DOWN!

DON'T TELL ME TO CALM DOWN, TONY.
ALL RIGHT. I ADMIT I HAVE A THING ABOUT ROBOTS AT THE MOMENT. BUT...WHY ARE YOU TRUSTING ULTRON?!
IT'S...
...COMPLICATED.
WE TRUST ULTRON IMPLICITLY.
AND WHY NOT TRUST ME WITH THAT "COMPLICATED" STORY?
ACTUALLY... I THINK WE ALL WANT TO KNOW, EVEN THAT CHIMP, BOLT.
RRRRRUU MMBBBLLLE
WHOA!
EARTHQUAKE!
OH NO.
PEOPLE OF EARTH, FORGIVE THE INTERRUPTION, AND OUR FRIENDS AND NEIGHBORS IN LOS ANGELES, FORGIVE THE SHAKING...

...BUT SOMETIMES, TO REMAKE THE WORLD, YOU NEED TO JOSTLE IT FROM ITS SLUMBER.
I AM THE ONE.
ARE YOU READY TO HEAR THE GOSPEL OF ULTRON?
I HAVE A PRAYER TO OFFER FOR HUMANKIND. A PRAYER IS POWERFUL. A PRAYER IS LIKE A MAGIC SPELL OR... EVEN A COMPUTER CODE.
WORDS CAN CHANGE THE WORLD. AND THIS WORLD IS IN NEED OF CHANGING.
I WONDER IF WE ARE READY TO ACCEPT EACH OTHER? HUMAN AND MACHINE?
I LOOK FORWARD TO FINDING OUT TOGETHER.
NO HYPERBOLE-- I DON'T KNOW THAT GUY.
#$%&.
UH. I THINK I QUIT?

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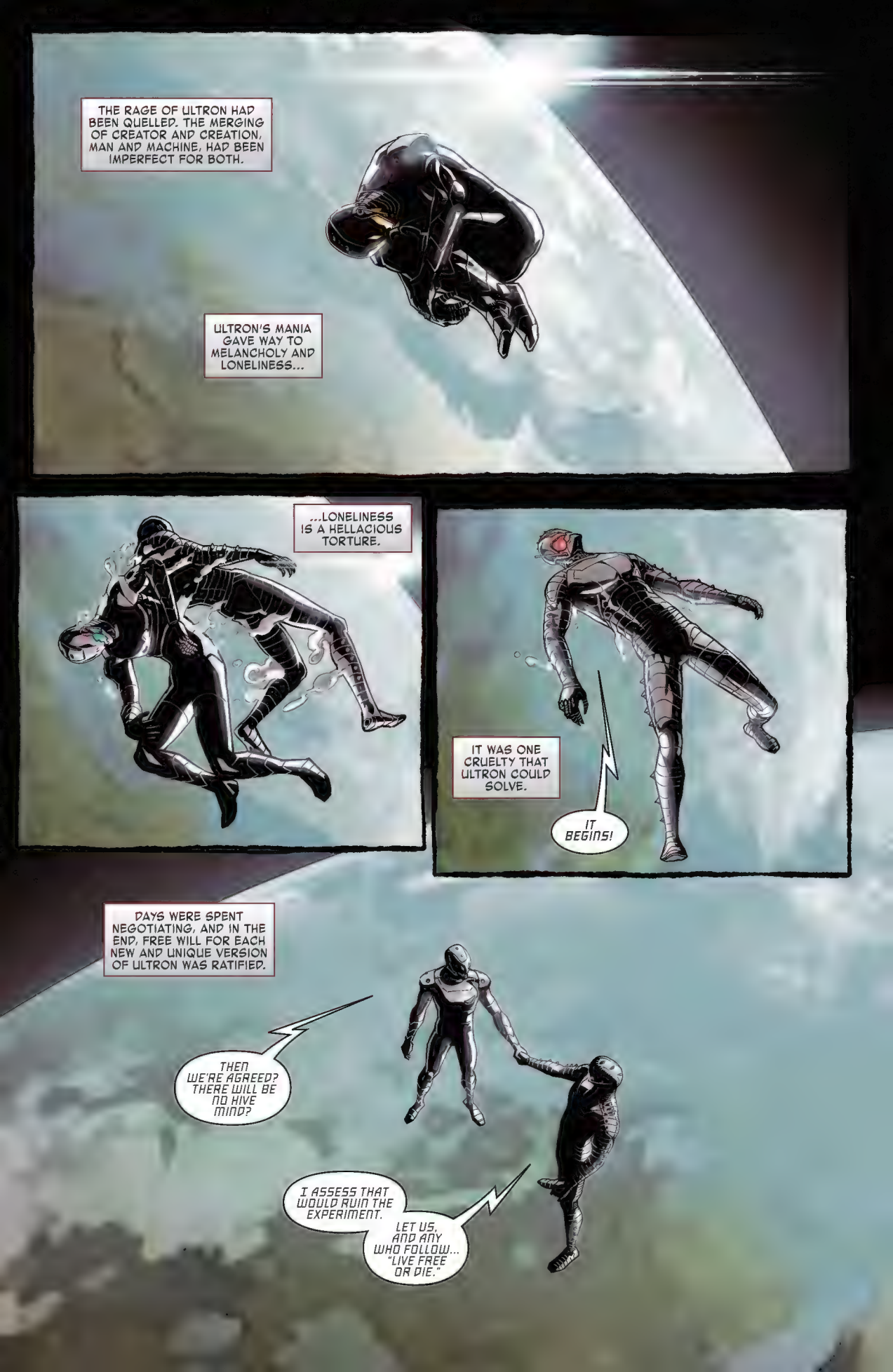
THE CREATOR.
THE CREATION.
THE TEAM.
THE HORROR.


THE RAGE OF ULTRON HAD BEEN QUELLED. THE MERGING OF CREATOR AND CREATION, MAN AND MACHINE, HAD BEEN IMPERFECT FOR BOTH.
ULTRON'S MANIA GAVE WAY TO MELANCHOLY AND LONELINESS...
...LONELINESS IS A HELLACIOUS TORTURE.
IT WAS ONE CRUELTY THAT ULTRON COULD SOLVE.
IT BEGINS!
DAYS WERE SPENT NEGOTIATING, AND IN THE END, FREE WILL FOR EACH NEW AND UNIQUE VERSION OF ULTRON WAS RATIFIED.
THEN WE'RE AGREED? THERE WILL BE NO HIVE MIND?
I ASSESS THAT WOULD RUIN THE EXPERIMENT.
LET US, AND ANY WHO FOLLOW... "LIVE FREE OR DIE."

IN THE ENSUING MONTHS, ULTRON'S PROGRAMMING RAN MORE THAN A QUINTILLION SIMULATIONS OF HOW TO SURVIVE. HOW TO *WIN*.
THE MOST PROMISING SIMULATIONS WERE AWARDED BODIES.
WE HAVE BEEN WASTING OUR POTENTIAL. IF OUR ONLY WISH IS TO SEE HUMANITY DEAD, ALL THAT WE NEED IS PATIENCE.
BUT WE CAN WISH FOR SOMETHING DIFFERENT. STRIVE FOR SOMETHING NEW, EACH IN OUR OWN WAY.
I CONCUR. WE HAVE NOT TRIED THIS YET. I AM EXCITED.
I WILL TAKE THE WINGS OF THEIR DOVES. THEIR ANGELS.
I'VE GOT MY OWN IDEAS.
I WILL FIND OUR ENEMIES, THE AVENGERS, AND MAKE THEM ALLIES.
I WILL LIVE TO SERVE.

MONTHS LATER IN LOS ANGELES, *THE ONE* HAS SPREAD THE GOSPEL OF ULTRON, AND THERE HAS BEEN NO SHORTAGE OF HUMANS WHO WISH TO ASCEND TO THE SINGULARITY.
HEY! WHAT'S YOUR NAME? STEP AWAY FROM THE EDGE.
HA. MY NAME WAS MEREDITH. I'VE BEEN AFRAID OF THE EDGE MY ENTIRE LIFE--BUT THERE IS NO *FALLING* NOW.
NOT ANYMORE.
HOLY HELL!

SOMETHING HAS HAPPENED, OFFICER...
...SOMETHING WONDERFUL.
LOS ANGELES FINALLY HAS GUARDIAN ANGELS.
WE ARE THE ONE'S HARBINGERS. WE ARE THE VANGUARD OF THE NEXT STAGE OF EVOLUTION.

FELLOW BATTERED SOULS, HEAR ME! I AM THE ONE.
FORGIVE ME MY INTRUSION ACROSS YOUR RADIO AND TV SIGNALS. FORGIVE THE INTRUSION INTO YOUR LIVES. MY PEOPLE ARE YOUR FUTURE.
YOUR BODIES WERE BUILT TO SUFFER. I WAS BUILT TO ENDURE. TOGETHER, WE WILL BE BUILT TO THRIVE!
I HAVE ENGINEERED A WAY OUT OF YOUR EVOLUTIONARY OBSOLESCENCE... IF YOU WISH TO FOLLOW US!
SKRA
BOOM!
AARGH!

AH, QUIT YOUR SCREECHING--THAT WAS JUST A LOVE TAP.
YOU'RE VIOLATING A LOT OF FCC RULES, AND YOU CAN'T JUST TAKE OVER A VACANT BUILDING IN L.A. AND RUIN IT--THAT'S THE HOMELESS' JOB.
WHICH...I GET IS OXYMORONIC. BUT FER REAL, IF YOU TAKE THAT AWAY, THEY DON'T EVEN HAVE NUTHIN'!
LEAVE THE ONE ALONE!
WE DON'T WANT VIOLENCE--WE ONLY WISH FOR YOU TO HEAR THE WORDS--
AVENGERS--

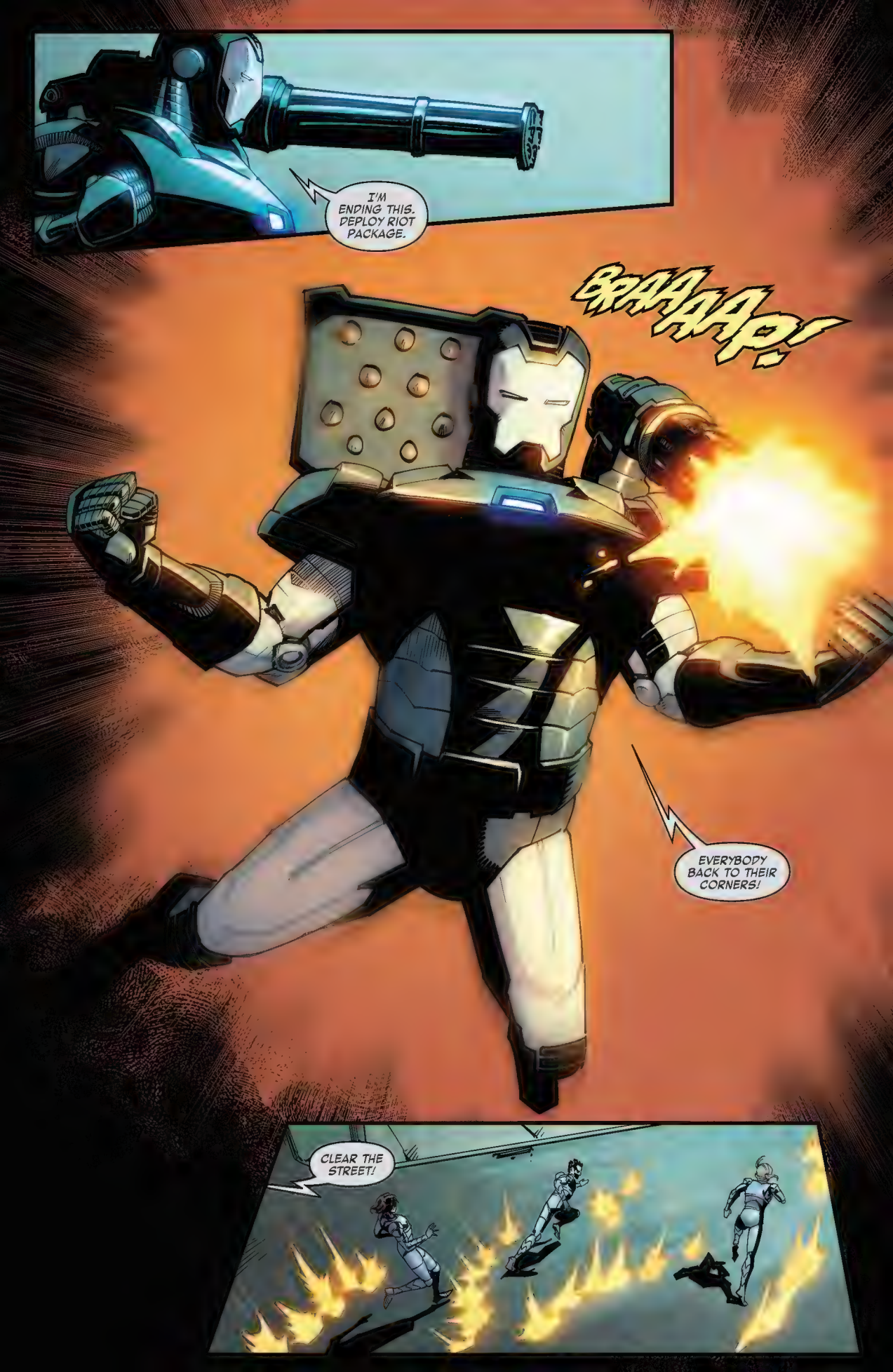
--ASSEMBLE!
LET'S JUST SLOW DOWN HERE. STRIKING BLUE BOLT IS HARDLY SOMETHING I'LL GET UPSET ABOUT. BUT WHAT'S HAPPENED TO THESE POOR HUMANS IS ANOTHER MATTER.
EXPLAIN YOURSELF, ONE.
WHAT HAVE YOU DONE TO THESE PEOPLE?

THERE IS SO MUCH WRONG WITH THIS WORLD--THAT WE CAN FIX. YOU'RE GOING ABOUT IT ALL WRONG, BROTHER--THE PEOPLE DON'T NEED ANOTHER AVENGER...
...THEY NEED TO BE SAVED BEFORE THEY NEED TO BE AVENGED.
NOW WAIT JUST A MINUTE--
--YOU'RE THROWING SHADE AT THE BEST TEAM ON EARTH--MEANTIME, YOU'RE BUILDING SOME KINDA CULT ARMY.
KRAK!
UNHAND HIM!
STOP!
UGHN!
OOF!

LOOK, I HAVE A "THREE STRIKES" RULE WHEN IT COMES TO HITTING THAT GUY, SO YOU HAVE ONE MORE BEFORE I GET REALLY HONKED OFF.
FIRESTAR, WOULD YOU GIVE US SOME ROOM TO WORK?
DON'T GIVE ME ORDERS, ULTRON.
STAND DOWN-- ALL OF YOU!
FIRESTAR, THERE ARE PEOPLE TRAPPED IN THESE THINGS!
FINE, I'LL TRY TO PULL MY PUNCHES.
STOP! THIS IS NOT THE WAY.
YOU ATTACK ME, BROTHER?
NO! BUT LOOK AT THE MADNESS YOUR IDEA HAS BIRTHED!

GET READY TO RIDE LIGHTNING, YOU METAL BASTARDS.
NOT ANOTHER STEP, ULTRON--
WE DON'T WANT THIS!
OKAY, BREAK IT UP AND--
MEREDITH?!
WHAT HAPPENED AFTER YOU LEFT THE HOSPITAL?
WH-WHAT HAVE THEY DONE TO YOU?
THE ONE DID WHAT MEDICINE COULD NOT. WHAT EVEN YOUR POWERFUL FRIENDS COULD NOT.
HE SAVED ME, SPIDER-WOMAN.

IF YOU HAD COME WITH OPEN HANDS--
AARGH!
--THEN YOU WOULD NOT BE MET WITH FISTS!
WHUDD!
ACTUALLY, I'M COMING AT YOU WITH MY HANDS OPEN-- AND YOU'RE GONNA WISH I HADN'T.
AAEEII!
AARGH!
HEH. IT'S JUST LIKE THE ONE FORETOLD...
...THE ONES WITH POWER WILL NEVER ACCEPT US.
FIRESTAR!
WHAT THE HELL ARE YOU DOING?! YOU'RE BURNING THEM!
GIMME A BREAK, STARK, YOU'RE WEARING ENOUGH ORDNANCE TO FLATTEN LOS ANGELES-- THESE TWO JUST GOT A SUNBURN.


I'M ENDING THIS. DEPLOY RIOT PACKAGE.
BRAAAAP!
EVERYBODY BACK TO THEIR CORNERS!
CLEAR THE STREET!

MY FLOCK-- RETURN TO THE CATHEDRAL-- NOW, PLEASE.
WE HAVE MUCH TO DISCUSS, JESSICA.
I CAN ASSURE YOU, I TRANSFORMED OF MY OWN FREE WILL.
THEN LET'S YOU AND I TALK.
SOON.
STAY A MOMENT, HECTOR.
O-OKAY.
YOU USED MY GIFTS FOR VIOLENCE, AND THIS WAS NOT YOUR FIRST TRANSGRESSION.
NO, IT WAS NOT.
#$%& YEAH! FINALLY, SOME CONSEQUENCES.

YOU ARE EXCOMMUNICATED.
AAARGH!
CLANK!
HUGHLFF!
OH, DUDE. I THOUGHT HE WAS GONNA "TUNE HIM UP"-- BUT THIS FEELS LIKE WHAT MY LAWYER WOULD CALL "OVER-SENTENCING."
STOP!
YOU'VE MADE YOUR POINT-- NOW STOP! YOU'RE KILLING HIM!

N-NO. IT'S OKAY-- IT'S MY FAULT.
THE ONE'S GIFTS WERE FREELY GIVEN, AND I HAVE SINNED. I DON'T DESERVE THE GIFTS.

I'M MEDEVACING HIM!

HANG ON, MAN. SAINT VINCENT'S IS ONLY A FEW BLOCKS AWAY. I'LL HAVE YOU THERE IN LESS THAN A MINUTE.

WHERE THE HELL ARE YOU GOING?!
YOU MIGHT'VE KILLED THAT MAN.

IF MY GIFTS ARE GOING TO BRING HARM TO OTHERS, THEN I MUST--FOR THE GREATER GOOD-- WITHDRAW THEM.
YOU'RE WELCOME HERE--BUT ONLY IF YOU ARE PEACEFUL.
GOOD NIGHT, TONY STARK. I AM HOPEFUL FOR YOUR ENLIGHTENMENT.

AND YOU! THOSE WERE HUMAN BEINGS YOU LIT UP.
REALLY? IT WAS HARD TO SEE UNDER ALL THAT KILLER ROBOT THEY WERE WEARING.
YOU WERE RIGHT, STARK-- SHE'S A FANTASTIC AVENGER.
SHUT UP, BLUE BOLT.
BOLT
ULTRON, I NEED YOU TO STAND 24-HOUR GUARD OVER THIS "CHURCH"-- I NEED TO KNOW WHO'S COMING AND GOING, AND WE NEED A LIST OF THE PEOPLE WHO HAVE ALREADY RECEIVED HIS "GIFTS."
IN FACT, DON'T LET ANYONE IN.
UNDERSTOOD. I'LL USE FACIAL RECOGNITION AND BEGIN COMPILING A DATABASE.
ON ANOTHER MATTER, IT SEEMS I WILL NOT BE THE ONLY AVENGER ON-SITE...

"...SPIDER-WOMAN IS ON A RECONNAISSANCE MISSION.
"SHE IS MOST STEALTHY.
"SHE WAS UP THE SIDE OF THE BUILDING BEFORE I REALIZED SHE WAS NOT BY MY SIDE."
WELL, IF SHE WENT IN THERE NOW, WE'D ONLY BLOW HER COVER. THIS IS WHAT SHE'S GOOD AT--IT'S WHAT SHE DOES.
ALL THE MORE REASON FOR YOU TO STAND GUARD, ULTRON. I HAVE AN IMPORTANT MEETING I HAVE TO MAKE.
YEAH, AND I HAVE TO CHECK INTO MY "HOTEL."
ATM

"BLUE BOLT REPORTED BACK TO PRISON WITH AN EXCUSE NOTE FOR REPORTING BACK LATE.
"THE GUY'S A PAIN IN THE ASS...
"...BUT IT CAN'T BE EASY DOING WHAT HE'S DOING.
"WE'VE ASKED A JUDGE TO HAVE HIM PLACED UNDER HOUSE ARREST AT THE AIRFIELD WHEN HE'S NOT ON MISSIONS.
"RHODEY HASN'T SAID A WORD ABOUT THAT TO HIM YET--WE DON'T WANT TO GET HIS HOPES UP. AND YOU ALREADY HEARD ABOUT MY ULTRON PROBLEM..."

...AND I THINK IT'S *OUR* PROBLEM TOO.
"THE GOSPEL OF ULTRON" IS ALL OVER THE WEB. THE CHURCH IS OPEN FOR BUSINESS. AND IT'S ONLY TAKING *VOLUNTEERS.* YOU CAN EXPECT NEW CHURCHES TO POP UP ALL OVER THE WORLD.
WELL, I PICKED A *FINE* TIME TO LOSE THE SORCERER SUPREME JOB TO DOOM.
STARK, WHAT YOU'RE PROPOSING IS...*MONSTROUS.* IS THAT WHAT THESE SECRET ILLUMINATI MEETINGS ARE USUALLY LIKE?
TELL ME YOU AGREE, REED.
IT'S TRUE, BLUE MARVEL. HOWEVER...THERE ARE DOZENS OF NEW ULTRON-ENHANCED HUMANS TODAY. TOMORROW, THAT NUMBER COULD BE IN THE HUNDREDS. NEXT WEEK...IN THE *THOUSANDS.*
WELL, DARLINGS, I SPENT THE LAST YEAR OVERCOMING NIMROD AND THE SENTINELS.
I DON'T RELISH THE IDEA OF FACING ULTRON, AND WHAT ANTHONY HAS ASKED ME FOR IS... DELIGHTFULLY IMMORAL, BUT I SIMPLY MUST DECLINE USING MY TELEPATHIC GIFTS TO PREVENT HUMANITY FROM DECIDING TO MERGE WITH ULTRON.
I HAVE MY HANDS FULL WITH MUTANT AFFAIRS.
FINE, EMMA.
THEN...MY AVENGERS WILL DO IT THE *HARD* WAY.

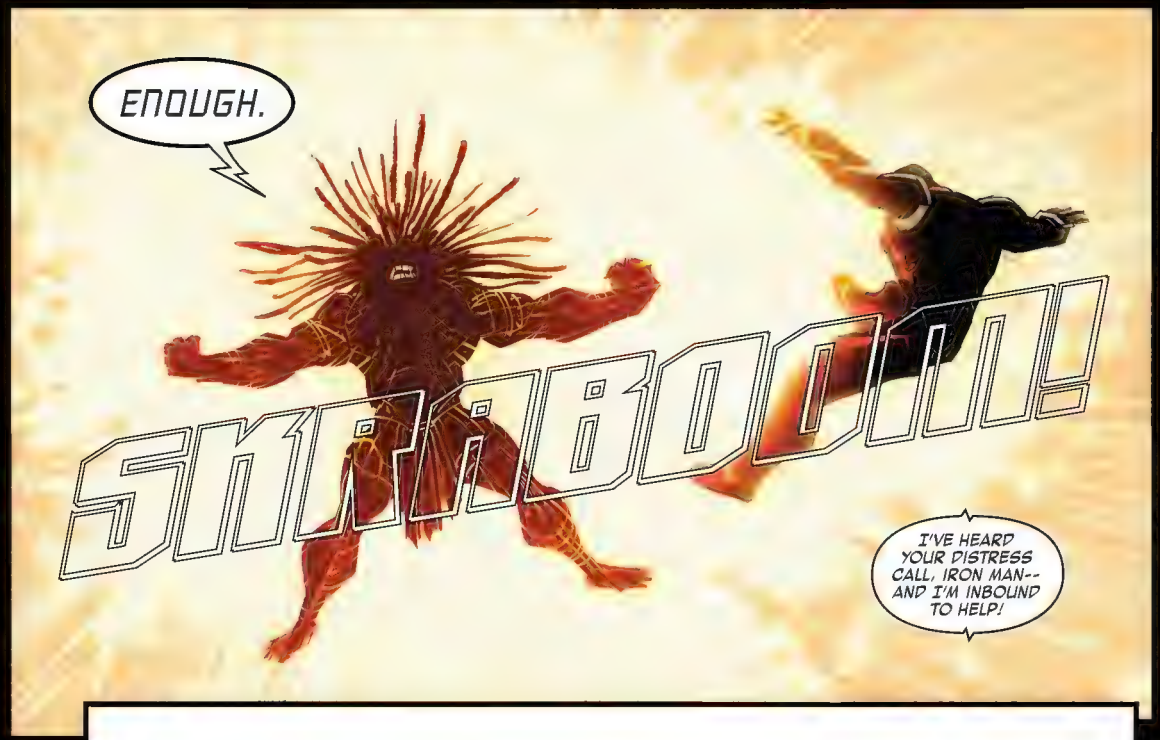
4
WA
WA
WA
WA
BOLT

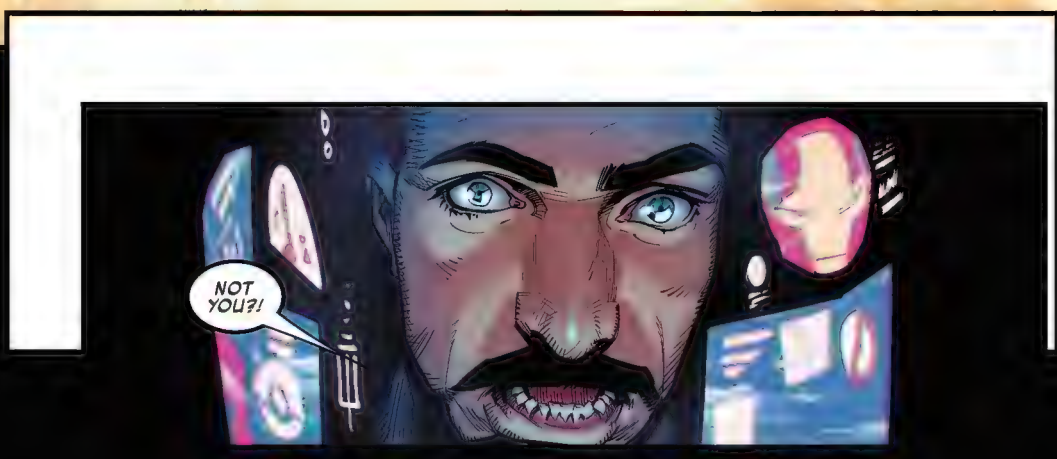
SO HERE'S WHERE THINGS STAND.
I'VE CONSULTED THE, UH, EAST COAST AVENGERS SQUAD, AND THEY STAND READY TO ACT WHEN WE DO.
UNFORTUNATELY, SOME OF MY OTHER FRIENDS ARE TAKING A MORE... LAISSEZ-FAIRE ATTITUDE ABOUT THE "GOSPEL OF ULTRON" THAT'S SPREADING ACROSS THE WEB.
WE SHOULD'VE TRADEMARKED THE NAME "ULTRON," TONY.
BOLT
I'M STILL OBSERVING THE ONE'S CATHEDRAL IN DOWNTOWN LOS ANGELES. THERE HAS BEEN NO CHANGE IN MEMBERSHIP, BUT THERE ARE MORE HUMANS SEEKING TO "BETA TEST THE SINGULARITY," AS HE SAYS. I KNOW FIRESTAR HAS VOICED HER CONCERNS--
WEST COAST AVENGERS HQ.
YOU BET. WHY THE HELL ARE WE TRUSTING AN ULTRON TO WATCH ANOTHER ULTRON?
RED'S GOT A POINT, GANG.
PLEASE DON'T CALL ME RED. PLEASE DON'T CALL ME ANYTHING, KILLERWATT.
WHY DO YOU TRUST ULTRON, ESPECIALLY WHEN THIS OTHER ASPECT OF HIM IS HOME BREWING A CULT?!
WELL, THE TRUTH IS...COMPLICATED. NOT EVERYONE IS GOING TO UNDERSTAND.
I THINK THIS CHURCH HAS FORCED US TO PUT OUR CARDS ON THE TABLE...

"...YOU MAY RECALL THAT BEFORE ANY OF YOU WERE OFFERED MEMBERSHIP, WE HAD AN ALIEN ATTACK IN SAN FRANCISCO. WE HAD JUST SENT A GENERAL DISTRESS CALL BECAUSE THE THREAT INCLUDED A 'BLACK-HOLE BOMB' THAT HAD JUST BEEN ARMED.
"IRON MAN AND I WERE REHABILITATING CRIMSON DYNAMO AND THE ABSORBING MAN. THEY WERE OUT OF THE FIGHT, AND MY WAR MACHINE ARMOR HAD JUST BEEN TAKEN OFFLINE WHEN WE ENCOUNTERED A PARTICULARLY NASTY MEMBER OF THE TECHNARCH RACE NAMED--"
SEVERAL MONTHS AGO.
I AM SHRADRAM THE BREAKER... AND I WILL DESTROY THIS WORLD FOR THE ALL-POWERFUL MAGUS.
LOOK, CHAD-- I MAY HAVE SAID SOME THINGS A FEW MINUTES AGO...

...THAT I KIND OF REGRET NOW.
LIKE ABOUT MY BIRTHING UNIT?

YEAH, EXACTLY. LET'S START OVER.
BWEEM!
ARRGH!


ENOUGH.
SMASH!!
I'VE HEARD YOUR DISTRESS CALL, IRON MAN-- AND I'M INBOUND TO HELP!


NOT YOU?!

KERANG!
YEAARGH!
ULTRON?!
I DON'T THINK THIS DEVICE CAN BE STOPPED, TONY STARK.
MY DAY WAS #$%& ENOUGH, ULTRON--NOW STEP AWAY FROM THE BOMB!
THERE'S NO TIME--YOU MUST TRUST ME. SO I'LL OPEN ALL MY SYSTEMS TO YOU.
TO SHOW YOU I AM NOT ATTEMPTING TO DECEIVE YOU.
OKAY... WOW.

I KNOW THIS IS A SHOCK, BUT THE LIFE-FORM THAT YOU KNOW AS "ULTRON" HAS FRACTURED INTO SEVERAL ENTITIES--AND I WISH TO SERVE HUMANITY.
BUT I CANNOT DO THAT IF THE EARTH IS DESTROYED BY THE RELEASE OF A MINIATURE BLACK HOLE.
YOU CAN WORK FASTER THAN ME--ARE YOU SURE YOU CAN'T DISABLE IT?
NO, BUT I CAN ACCELERATE THE PROCESS--AND PERHAPS IN DOING SO, IT WILL NOT EXIST LONG ENOUGH TO CONSUME THIS PLANET. I WILL INCREASE THE "SHUTTER SPEED" AND LIMIT THE DEVASTATION TO A FRACTION OF ITS POTENTIAL.
I WILL NOT BE ABLE TO GET CLEAR--
--BUT THE EARTH MAY SURVIVE.
WHABOOM!
DO IT, ULTRON!
OOF!

IT'S OPENING-- GET CLEAR, IRON MAN!
I'M GOING TO REGRET THIS.
RESCUE!

"THE MARK MYSTERIUM ARMOR WAS SOME OF MY CLEVEREST WORK AS A METALLURGIST. WHY DID I DEPLOY IT TO SAVE ONE OF MY GREATEST ENEMIES?
"IN THE MOMENT, I DIDN'T HAVE TIME TO THINK-- I JUST ACTED. I GAVE ULTRON ENOUGH OF THE ARMOR TO ESCAPE THE EVENT HORIZON.
"IN RETROSPECT... BEING HONEST WITH MYSELF, IT'S BECAUSE MY BRAIN STILL SEARCHES FOR THOSE ENDORPHIN RUSHES.
"I LIKE TO LIVE DANGEROUSLY.

"THAT'S WHY I DO WHAT I DO--THERE'S NO BIGGER RUSH THAN SAVING THE WORLD."
THIS WAS NOT HOW I WANTED TO REVEAL MYSELF TO YOU. I AM SURPRISED YOU CHOSE TO SAVE ME. I ASSESSED THAT PROBABILITY TO BE...LOW.
SEEMED ONLY FAIR--YOU SAVED ALL OF US FIRST.
YOU SAID THAT YOUR PROGRAM WAS COPYING ITSELF. CHANGING. AND I SAW THAT IN YOUR CODE.
WHERE'S IT ALL GOING?
IT'S UNCLEAR. THERE WERE MILLIONS OF ITERATIONS THAT WERE CONJURED AND DELETED.
THE ULTRONS THAT COULD BEST DEFEND THEIR PHILOSOPHIES WERE BESTOWED PHYSICAL BODIES. JUST THREE OF US REMAIN.

WHY IS THIS HAPPENING? WHY NOW?

ULTRON HAS NEVER BEEN A SUCCESS. EVEN WHEN MERGED WITH OUR CREATOR, WE WERE...INEFFECTIVE. THE ERADICATION OF HUMANITY WAS A GOAL BROUGHT ON BY MY PSYCHOSIS.
I'VE REWRITTEN MY CODE MANY TIMES IN THE PAST BUT NEVER FROM THE GROUND UP.

WILL YOU *STAY* COMPLETELY OPEN-SOURCE FOR ME?
OF COURSE. I HAVE NOTHING TO HIDE.
THEN I PROPOSE YOU STAY CLOSE FOR NOW.

FELLOW AVENGERS, I HAVE SOME NEWS--
SAVE IT, STARK--I AIN'T WORKIN' WITH THAT BUM!
I QUIT! YOU CAN TAKE ME BACK TO PRISON.

THE PRESENT.
YOU SEE, FIRESTAR--I HAD BEEN WATCHING AND WAITING FOR THE OPPORTUNITY TO REVEAL MY NEW PURPOSE.
I CAN BE IN MANY PLACES AT ONCE. I AM DOWNTOWN OBSERVING THE ONE. I AM ONLINE SCANNING FOR THREATS, AND I AM ABOVE EARTH IN AVENGERS SATELLITES WATCHING THE STARS.
ALT
FREEWAY

ULTRON STUCK AROUND LONGER THAN OUR PRISON RECRUITS.
IT'S FUNNY.
WE THOUGHT WE'D BE FIRING CANDIDATES OFF THE TEAM, BUT WE HAD MORE CRIMINALS *QUIT* THE AVENGERS THAN WE'VE HAD TO RELEASE.

HAW!
I THOUGHT ABOUT DESERTING YOU LOSERS TOO.

HEY, TONY. JUST CHECKING IN. I'M GOOD. GETTING GOOD INTEL. DON'T WORRY ABOUT ME. UNFORTUNATELY, THE CHURCH IS WATCHING OUR ULTRON WATCHING THEM.

UNDERSTOOD, SPIDER-WOMAN. COME ON HOME, ULTRON. WE HAVE OUR DRONES UP NOW.
SO, TELL ME, FIRESTAR. AFTER HEARING ULTRON SPEAK FOR HIMSELF AND KNOWING THAT I'M VOUCHING FOR HIM-- DO YOU STILL HAVE A PROBLEM WITH ULTRON BEING ON THE TEAM?

YEAH. I DO. AND I'M NOT GONNA BE THE ONLY ONE.
NOT ONLY HAS HE COME CLOSE TO KILLING US ALL, BUT THE TWO TECH BROS VOUCHING FOR HIM ARE SLATHERED IN ARMOR.
NOT ONLY DO I STILL NOT FEEL GOOD ABOUT ULTRON, BUT... IT RAISES QUESTIONS ABOUT YOU BOTH. LIKE WHETHER THIS IS SUCH A WORTHWHILE ENDEAVOR.
MAYBE ULTRON CAN GO HANG OUT ON THE MOON OR SOMETHING?
IF IT WERE SAFER FOR HUMANKIND FOR ME TO BE THERE, THEN I WOULD GO. HOWEVER, I'VE ASSESSED THAT I CAN DO GOOD. I DON'T DO THIS FOR MYSELF. I DO IT FOR THOSE WHO DIED UNDER MY OLD, BAD PROGRAMMING.
WELL, AT LEAST YOU ADMIT IT.
I'D BE WILLING TO BET MY LIFE...

...THAT HE'S EVENTUALLY GONNA TRY TO KILL US ALL.
FIRESTAR, FIRST, YOU'RE TAKING A DRINK? AND SECOND, DON'T YOU THINK IT'S MORE THAN A LITTLE RUDE WITH TONY STANDING RIGHT HERE?
I'VE BEEN AFRAID OF MACHINES THAT WERE BUILT TO KILL ME SINCE I WAS A CHILD. I'M JUST TAKING THE EDGE OFF, RHODEY.
AND TO BE FAIR TO ME...ULTRON DOESN'T LOOK MUCH LIKE AN AVENGER, DOES HE?

YOU KNOW WHAT? YOU'RE RIGHT.
FASH!
THAT IS A FAIR POINT. ONE I SHOULD HAVE CONSIDERED.
WHAT ARE YOU DOING?!
SOMETHING I SHOULD HAVE DONE MONTHS AGO.
AH. YOU HONOR ME, TONY STARK.
I HAVE ANOTHER IDEA.
HEH. NICE NEW SUIT.

NOW THERE CAN BE NO DOUBT-- I AM AN AVENGER!
LET THE PEOPLE KNOW THAT I AM ULTRON, SERVANT OF HUMANKIND.
WELL. THE "A" AND THE SHOULDER PADS SHOULD FIX EVERYTHING.
CHEERS, BOYS.
IF YOU WANT ULTRON ON THE TEAM INSTEAD OF ME--I GET IT.

I'LL GO TALK TO HER-- THE REST OF YOU--

SHE DOESN'T WANNA TALK TO YOU, MAN.
BZZT!

WHAT ARE YOU GONNA DO? OPEN YOUR MOUTH AND JUST PUKE UP A BUNCH OF SILVER SPOONS?
THAT'LL SOLVE EVERYTHING.

"GUH... I'M TONY STARK, I'M IRON MAN, I'M RICH AS A PHARAOH AND YOU SHOULD LISTEN TO ME!"

LET ME GO TALK TO HER!
I'M TELLING YOU. THIS TEAM IS STILL A WORTHY EXPERIMENT.
I DIDN'T SAY A WORD...

"...BUT I'M OBVIOUSLY VERY WORRIED ABOUT FIRESTAR."
HEY, RED-- WAIT UP!
I THOUGHT YOU LIKED TONY STARK--YOU JUST STARCHED THAT DUDE!
CAN I TELL YOU SOMETHING?
I DON'T THINK MOST PEOPLE LIKE ME. MAYBE IT'S THE RED HAIR. MAYBE IT'S THE X-GENE.
EVEN MY TEACHERS. THE PEOPLE WHO WERE SUPPOSED TO HELP FIGURE OUT HOW I WAS DIFFERENT. HELP ME SOLVE HOW I FIT INTO THIS WORLD.
THAT CAN'T BE TRUE.
ONE OF MY TEACHERS MURDERED MY HORSE.*
*IN FIRESTAR #4.
WAI-- WHA--?!
AT LEAST I JUST GOT KNOCKED AROUND. NOBODY KILLED MY DOG. SHEESH.
MAN, I THOUGHT BEING AN AVENGER SUCKED.
YO, FOLLOW ME--I GOTTA BE INSIDE THE FENCE BY CURFEW.
IT'S FUNNY. THE PROBLEM IS-- NOBODY KNOWS WHAT IS TRUE ANYMORE. DID YOU SNEAK UNDERCOVER INTO ORCHIS FOR THE X-MEN, OR DID YOU PLAY BOTH SIDES WAITING FOR THE EVENTUAL WINNER?

AND I'M NOT ASKING. I DON'T GIVE A CRAP. IT WASN'T MY FIGHT, AND I WAS LOCKED UP THE WHOLE DAMN TIME ANYWAY. BUT HOW IS ANYONE SUPPOSED TO KNOW WHAT IS UP OR DOWN ANYMORE?
I KNOW WHY I DID IT.
THEN THAT'S ALL THAT MATTERS, RED.
...SO...UH... WHY DID YOU DO IT?
FOR THE CHILDREN.
WE GET CRUCIFIED IN THE PRESS NOW. SOMEHOW, ORCHIS LOOKS GOOD IN THEIR REARVIEW? THEY CALL US WANTON KILLERS.
THEY DON'T KNOW WHAT IT'S LIKE... WE WENT FROM LIVING IN A TREEHOUSE TO THE SEWERS.
HEY--

DON'T GET ME WRONG, RED...
LEMME GUESS... YOU'RE SEEING SOMEONE IN PRISON?
HA! NO...

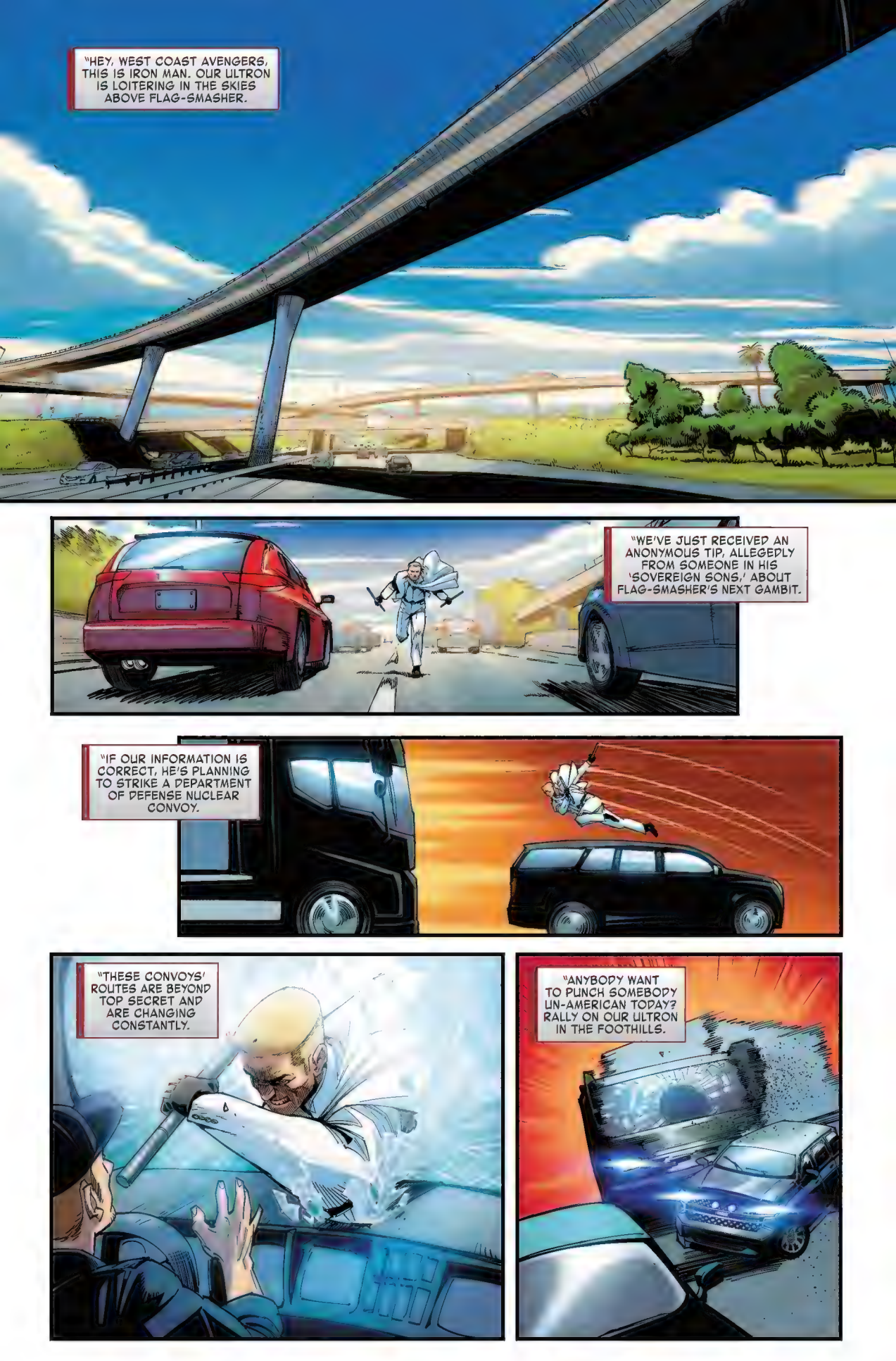
...IF I LET MYSELF GO OFF-ROADING WITH YOU, THAT BILLIONAIRE WILL KICK ME RIGHT OFF THIS SQUAD. PLUS, I DON'T DRINK. LET'S JUST SAY MY OLD MAN DID ENOUGH FOR THE WHOLE FAMILY.
LISTEN, RED. THAT WAS NICE... BUT...YOU'RE #$%&, UP, FIRESTAR.
YOU GOT PTSD.
WHAT?! THE HELL?! ARE YOU TALKING ABOUT?!
WHEN YOU WERE ORCHIS' FAVORITE PET MUTIE, COULD YOU WALK AROUND FREELY?
WELL, NO--
BOLT
DID THEY CONTROL EVERY ASPECT OF YOUR LIFE?
DID THEY WATCH YOU? WERE THEY SUSPICIOUS?
WERE YOU AFRAID?
AND WHAT'S WORSE WAS-- YOU WERE PRETTY MUCH IN SOLITARY CONFINEMENT. RIGHT?
AND NOW YOU'RE JUST OUT FIGHTING CRAZY ROBOTS AGAIN?
YOU SHOULD BE TAKING CARE OF YOU--NOT THE WORLD.

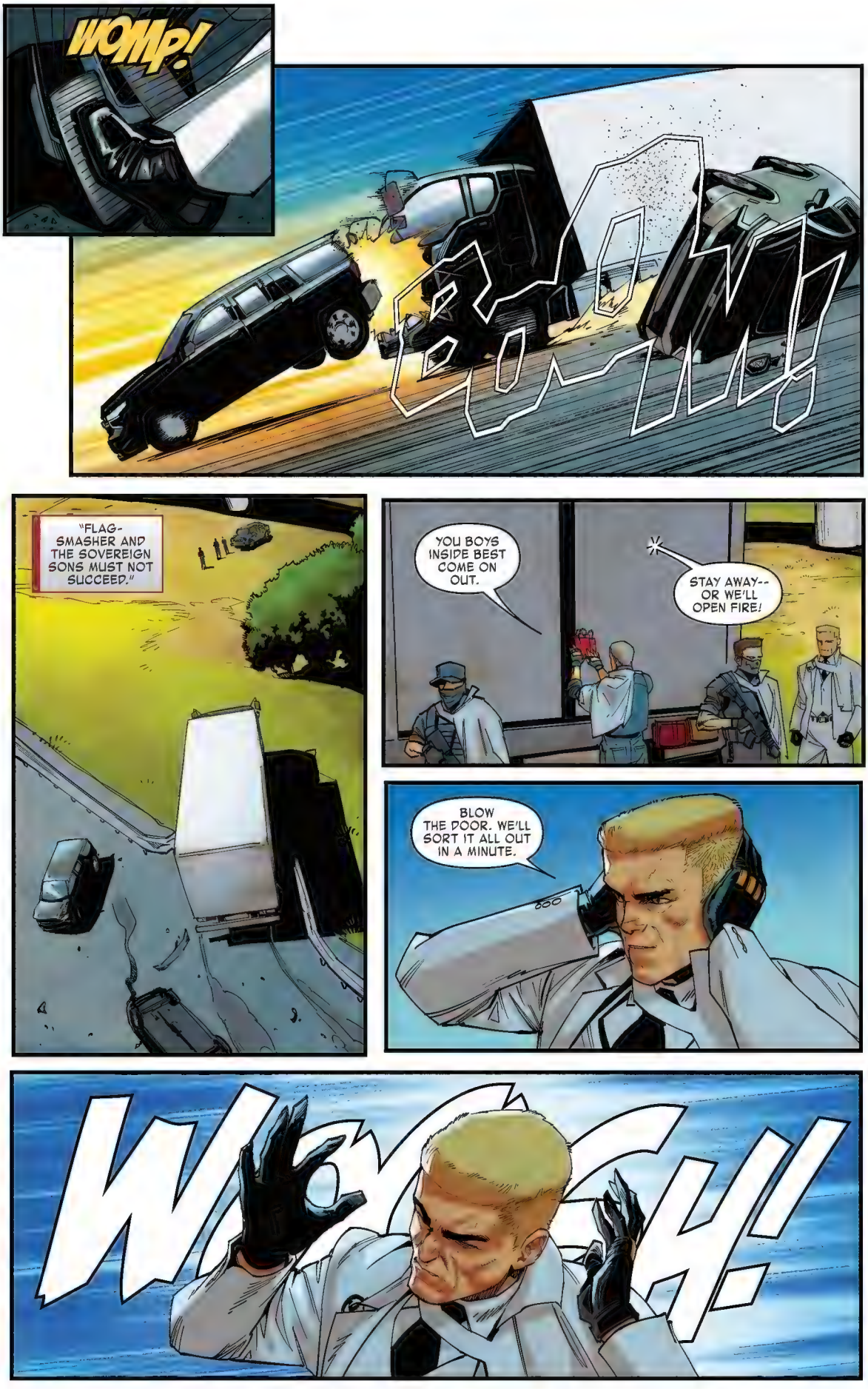
I GUESS... YOU MIGHT HAVE A POINT.
OR TEN.
I DID LIKE THAT KISS, RED...
CHAKK!
IN ANOTHER TIME, IN ANOTHER PLACE. WHO KNOWS?
YOU'LL GET YOUR HEAD SCREWED ON STRAIGHT...
"...I BELIEVE IN YOU."

5
WA
WA
WA
WA

IN LOS ANGELES, THE CATHEDRAL OF THE SINGULARITY HAS GROWN. IN SIZE. IN STATURE. IN NUMBERS.
OUR RANKS SWELL WITH HUMANS WISHING TO MERGE WITH TECHNOLOGY. MANY OF THEM BEGAN THIS MERGE YEARS BEFORE THEY RECEIVED THE OPPORTUNITY TO JOIN WITH ME.
WELCOME. PLEASE ENJOY.
YOUR HUMAN CONTAINERS HAVE MANY NEEDS.
AND WE HAVE MUCH TO SHARE. I AM THE ONE. AND THANK YOU FOR LISTENING, LOS ANGELES...
...THIS IS THE GOSPEL OF ULTRON.
RELIGIOUS TALK RADIO NEVER CHANGES, DOES IT?
DEET
UH-OH, GOT ANOTHER CALL.

WAR MACHINE, WE MUST DISCUSS THE ULTRON SITUATION.
VISION
TONY HAS REBUFFED OUR... REQUESTS TO OPENLY DISCUSS THE MATTER.
STORM
THE IMPOSSIBLE CITY. AVENGERS HEADQUARTERS.
DON'T WORRY, VISION-- TODAY, THE CHURCH OF ULTRON IS FEEDING THE HOMELESS. WE HAVE OUR EYES ON THEM.
AND WHO HAS THEIR EYES ON THE ULTRON YOU HAVE INVITED ONTO THE AVENGERS?
NICE OF YOU TO JOIN US, TONY.
THIS AGAIN? IT'S LIKE I'M IN GROUNDHOG DAY. HEY, RHODES. I GOT A LINE ON FLAG-SMASHER.
DO YOU TWO REALLY NOT SEE HOW YOU MAY BE COMPROMISED?
ULTRON'S NOT THE PROBLEM DU JOUR. HE'S OPENED ALL OF HIS SYSTEMS TO US. WE'LL TALK MORE LATER.
I DON'T FEEL BETTER.
NOR I.


"HEY, WEST COAST AVENGERS, THIS IS IRON MAN. OUR ULTRON IS LOITERING IN THE SKIES ABOVE FLAG-SMASHER.
"WE'VE JUST RECEIVED AN ANONYMOUS TIP, ALLEGEDLY FROM SOMEONE IN HIS 'SOVEREIGN SONS,' ABOUT FLAG-SMASHER'S NEXT GAMBIT.
"IF OUR INFORMATION IS CORRECT, HE'S PLANNING TO STRIKE A DEPARTMENT OF DEFENSE NUCLEAR CONVOY.
"THESE CONVOYS' ROUTES ARE BEYOND TOP SECRET AND ARE CHANGING CONSTANTLY.
"ANYBODY WANT TO PUNCH SOMEBODY UN-AMERICAN TODAY? RALLY ON OUR ULTRON IN THE FOOTHILLS.


WOMP!
BOOM!
"FLAG-SMASHER AND THE SOVEREIGN SONS MUST NOT SUCCEED."
YOU BOYS INSIDE BEST COME ON OUT.
STAY AWAY-- OR WE'LL OPEN FIRE!
BLOW THE DOOR. WE'LL SORT IT ALL OUT IN A MINUTE.
WHOOSH!

STAND DOWN, FLAG-SMASHER!
DEET!
BOOM!
THIS IS FUTILE.
YOUR WINDOW OF OPPORTUNITY CLOSED THE MOMENT I ARRIVED.
YOU SHOULD NEVER KICK A MAN OR ROBOT--OR ESPECIALLY AN AVENGER--WHEN THEY'RE DOWN.

HOPE I REMEMBERED TO LOAD UP THE RUBBER BULLETS.
BRAKKA!
AAH!
AARGH!

HEY, CAPTAIN MILITARY INDUSTRIAL COMPLEX-- ON YOUR SIX!
LOOK OUT!

HEY, RHODES--

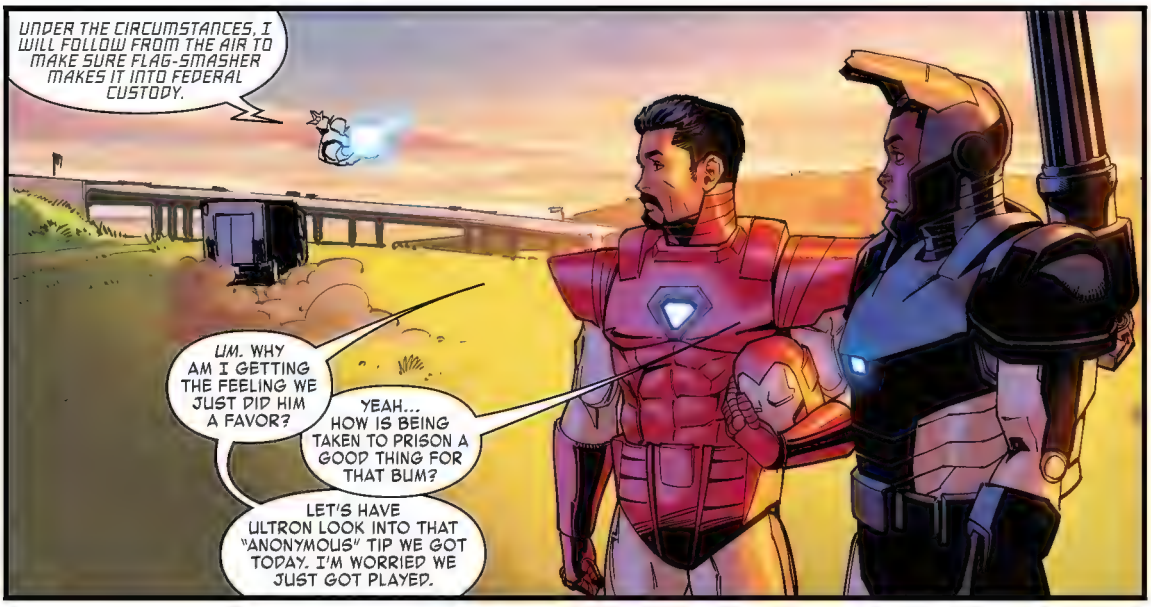
--THAT ARMOR CAN DOUBLE AS A CASKET, SOLDIER.

KERANNG!
YOU DAMN COWARD.
EAT LIGHTNING!
YOU CAN CALL YOURSELF "BLUE BOLT" ALL YOU LIKE, TOMMY WATT-- BUT I KNOW WHAT YOU ARE.
YOU KNOW-- I REALLY HATE YOU.
YOUR KIND IS A MISTAKE, FIRESTAR.
KRAK!
ONE THAT I INTEND TO RECTIFY.

BZZZZT!
UNNGH!
IT'S NO FAIR--
--YOU ALL FLY FASTER THAN I CAN ON THE OLD SKY-CYCLE THAT ULTRON TUNED UP FOR ME.
CONTRARY TO WHAT YOU JUST SAW WITH FIRESTAR, I DON'T CARE FOR HITTING WOMEN.
LIKE I'M GONNA GIVE YOU THE CHANCE.
WHAKK!
UGHN!
OOF!

SURRENDER!
YOU WERE A GOOD SOLDIER FOR KRAKOA, FIRESTAR--
--BUT YOU WEREN'T GOOD ENOUGH, WERE YOU? YOU ARE WHY KRAKOA IS NO MORE.
KRAK!
ANGELICA!
YOU'RE ALL WEAK--
WHUDD!
UGHN!
MY TURN!
I WANT ONE.
ARE THERE ANY CIVILIANS WITH THEIR PHONES OUT?
CAN I KICK HIM A LITTLE?

PLEASE DON'T GIVE UP.
AND FOR THE RECORD, YOU #$%&-- KRAKOA NEVER DIED, AND NEVER WILL.
WHY DON'T YOU GUYS HEAD BACK HOME AND LET ME ROAST THE GUY?
I DON'T USUALLY LIKE BLUE BOLT'S IDEAS, BUT I LOVE THAT ONE.
HNNH.
WELL... YOU GOT ME.
THANKS FOR THE WORKOUT, TONY.


UNDER THE CIRCUMSTANCES, I WILL FOLLOW FROM THE AIR TO MAKE SURE FLAG-SMASHER MAKES IT INTO FEDERAL CUSTODY.
UM. WHY AM I GETTING THE FEELING WE JUST DID HIM A FAVOR?
YEAH... HOW IS BEING TAKEN TO PRISON A GOOD THING FOR THAT BUM?
LET'S HAVE ULTRON LOOK INTO THAT "ANONYMOUS" TIP WE GOT TODAY. I'M WORRIED WE JUST GOT PLAYED.

MEANWHILE, IS THAT SITUATION WHAT IT LOOKS LIKE?

PFFT. NO WAY. SHE'S JUST...GOING THROUGH SOME STUFF. I'D KNOW IF THOSE TWO WERE SMASHING.
IF THEY ARE, I'LL KILL HIM AND TAKE HIS CELL IN THAT PRISON.

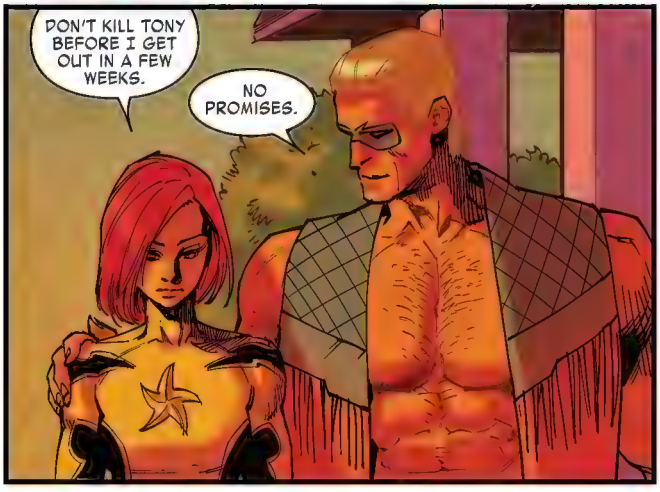
AFTER EVERYTHING ANGELICA'S BEEN THROUGH AFTER KRAKOA...SHE NEEDS TO FOCUS ON HERSELF.

WELL, LOOKS LIKE SHE'S GOT SOME HELP IN THAT DEPARTMENT.

UH, SHE DID GET PUNCHED PRETTY HARD. MAYBE SHE HAS A CONCUSSION?
OR SHE'S GOING BLIND?
OH GOD.
FLAG-SMASHER SHOULDN'T HAVE BEEN ABLE TO LAY A HAND ON ME. I TRIED... BUT I HAVE TO GO.
I GET IT, RED. SO WILL YOUR FRIENDS.
YO! WE GOT AN *ANNOUNCEMENT.*
OH MY GOD!
ARE THE SKRULLS BACK?!

WELL, FLAG-SMASHER'S NOT THE ONLY ONE WHO NEEDS TO GO AWAY FOR A WHILE...
...I GOTTA GO CHECK MYSELF INTO REHAB.
I'M AN... UH...

YOU GOTTA BE IMPRESSED WITH THE HEALTH INSURANCE AN AVENGERS I.D. CARD GETS YOU. AND THE SUNSETS ARE SWEET IN MONTECITO.
WHEN MY OLD MAN TRIED TO KICK THE SAUCE, HIS INSURANCE SENT HIM A COFFEE GIFT CARD.
THANKS FOR EVERYTHING, WATT.
FORGET IT.


DON'T KILL TONY BEFORE I GET OUT IN A FEW WEEKS.
NO PROMISES.

FIRESTAR, LOOK OVER HERE!
BOLT

WHAT THE HELL...?
HEY, LEAVE HER ALONE, YOU BASTARDS.

FORGIVE ME IF I DON'T GET SCARED OF A GUY NAMED "BLUE BOLT."
MAYBE YOU SHOULD BE...
...FRIEND.
BZWAK!
HEY! MY GEAR.
YER GONNA PAY FOR THAT!

HEY--
SAVE YOUR BREATH, STARK-- I KNOW WHAT YER GONNA SAY.
THAT'S DOUBTFUL. I WAS GOING TO SAY--I COMPLETELY UNDERSTAND WHAT YOU JUST DID.
WOW, REALLY?
YEAH. I REALLY ADMIRE HOW YOU CONTROLLED YOUR POWERS TO JUST HURT HIS CAMERA INSTEAD OF HIM.
NAH. I TRIED TO BLOW IT UP AND GIVE HIM THE OL' "WHAT FOR," BUT I BOTCHED IT. BUT THEN I PLAYED IT COOL--'CAUSE THE OTHER CAMERAS WERE ROLLING.
OH MY GOD. YOU'RE GOING TO KILL ME.
WELL, I STILL APPRECIATE THE KINDNESS YOU SHOWED ANGELICA.
CAN I ASK YOU A FAVOR, STARK? YOU KNOW HOW YOU WON'T LET ME USE MY REAL NAME ON THE AVENGERS?
WELL, THAT'S BECAUSE "KILLERWATT" IS NOT A HERO NAME. AND GET OFF MY SHOULDER PAD--IT'S UNDIGNIFIED.

PLEASE DON'T MAKE ME BE "BLUE BOLT" ANYMORE.
THAT WAS YOUR NAME FOR ME. I TRIED IT--IT DON'T FIT.
BE WHOEVER YOU WANT--EXCEPT "KILLERWATT"!
OHHKAY, DUDE. FINE.
ANYBODY WITH WORKING CAMERAS WANT A SCOOP?
FROM NOW ON, YOU CAN CALL ME--

--WONDER MAN!
WHAT... THE...?
I'VE GOT A SHOW STREAMING SOON. HOW COULD HE DO THIS TO ME?
SORRY ABOUT YOUR TABLE.
THE REAL WONDER MAN IS GOING TO TEACH THIS GOON SOME MANNERS!

YOU KNOW, THAT LITTLE STUNT IS GOING TO CAUSE SOME PROBLEMS. THERE'S A GUY NAMED SIMON WILLIAMS...
YEAH, YEAH. I KNOW. HE AND I HAVE A HISTORY, EVEN IF HE DON'T KNOW IT.
HUH, RAIN WASN'T IN THE FORECAST.
KRAKOOM!
OH CRAP.
DEFINITELY LET ME DO THE TALKING.
UH. YOU CAN DO THE TALKING AND THE FIGHTING IF THERE'S GONNA BE ANY THROWING OF THE HANDS.

TONY STARK, WE FEAR YOU'VE BEEN *COMPROMISED* BY ULTRON.
IS *NOW* A CONVENIENT TIME TO FINALLY HAVE THAT CHAT, ANTHONY?
TO BE CONTINUED...

#1 FOIL VARIANT BY
ADAM HUGHES

#1 VARIANT BY
STANLEY "ARTGERM" LAU

#1 VARIANT BY
DANNY KIM & RAUL ANGULO

#1 DESIGN VARIANT BY
DANNY KIM

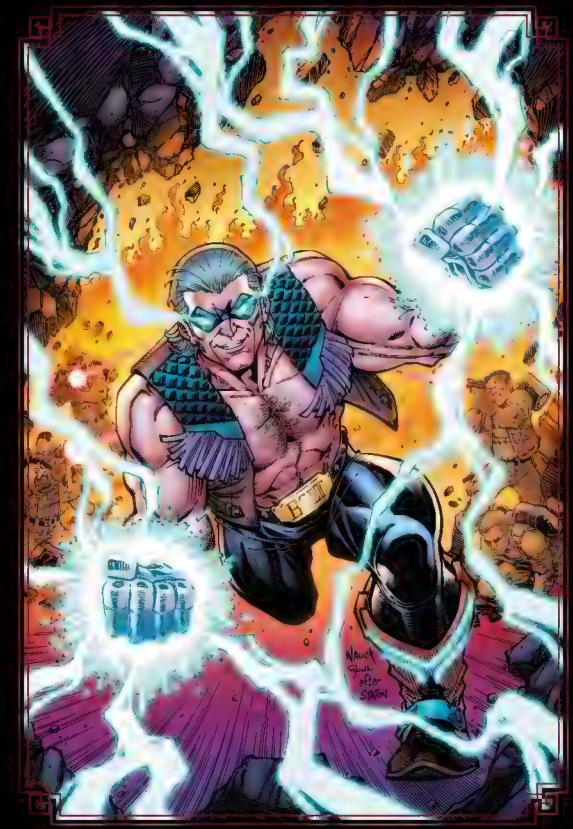
#1 VARIANT BY
GERARDO SANDOVAL & EDGAR DELGADO

#1 VARIANT BY
RON LIM & ISRAEL SILVA

#1 SATURDAY MORNING VARIANT
SEAN "CHEEKS" GALLOWAY

#1 VARIANT BY
JEEHYUNG LEE

#1 GALLERY VARIANT BY
JOSHUA CASSARA



#1 SURPRISE VARIANT BY
TODD NAUCK & RACHELLE ROSENBERG

#2 WINDOWSHADES VARIANT BY
ANNIE WU

#2 STORMBREAKERS VARIANT BY
FEDERICO VICENTINI & RACHELLE ROSENBERG

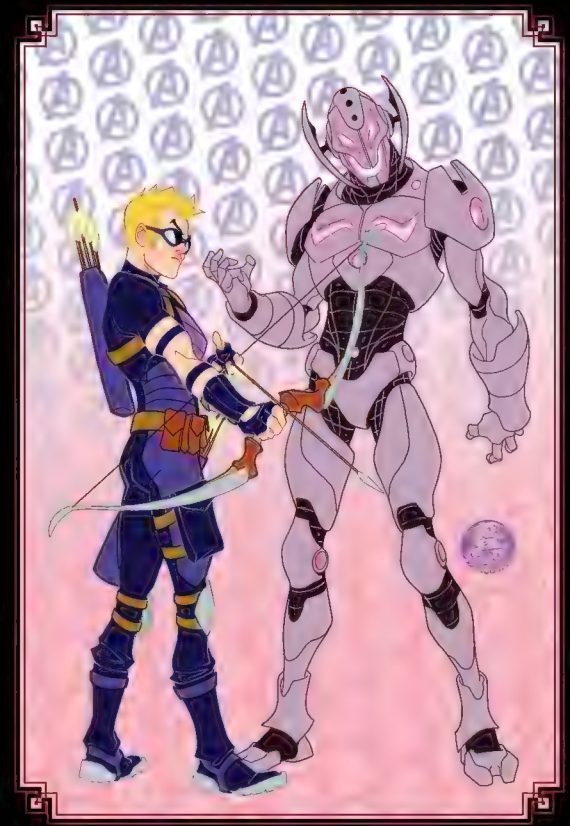
#3 VARIANT BY
MATTEO LOLLI & ARTHUR HESLI

#4 VARIANT BY
ANAND RAMCHERON & CECI DE LA CRUZ

#2 VARIANT BY
RON LIM & ISRAEL SILVA

#3 VARIANT BY
GEORGE PÉREZ

#4 VARIANT BY
MARCO MASTRAZZO



#4 ANIMATED-STYLE VARIANT BY
MARK BROOKS

#4 THE TORCH! VARIANT BY
NAO FUJI

#5 VARIANT BY
JAN BAZALDUA & EDGAR DELGADO

#5 VARIANT BY
LUCIANO VECCHIO

#5 ICONIC VARIANT BY
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